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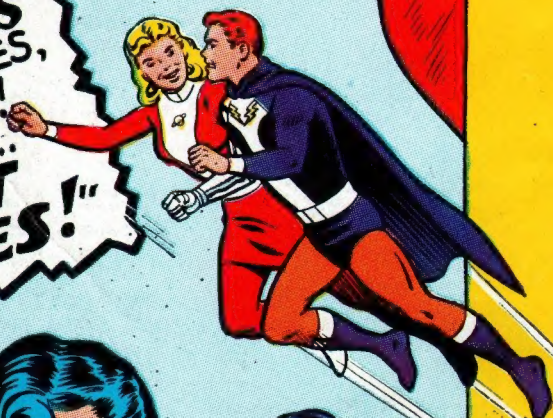
NOV.
NO. 350

Adventure

COMICS

featuring **SUPERBOY** and the
LEGION OF SUPER-HEROES

THE TALE THAT WILL
STUN THE WORLD!
The LEGIONNAIRES
KICK OUT THEIR BUDDIES,
SUPERBOY and SUPERGIRL!
FIND OUT THE REASON IN...
"The OUTCAST
SUPER-HEROES!"



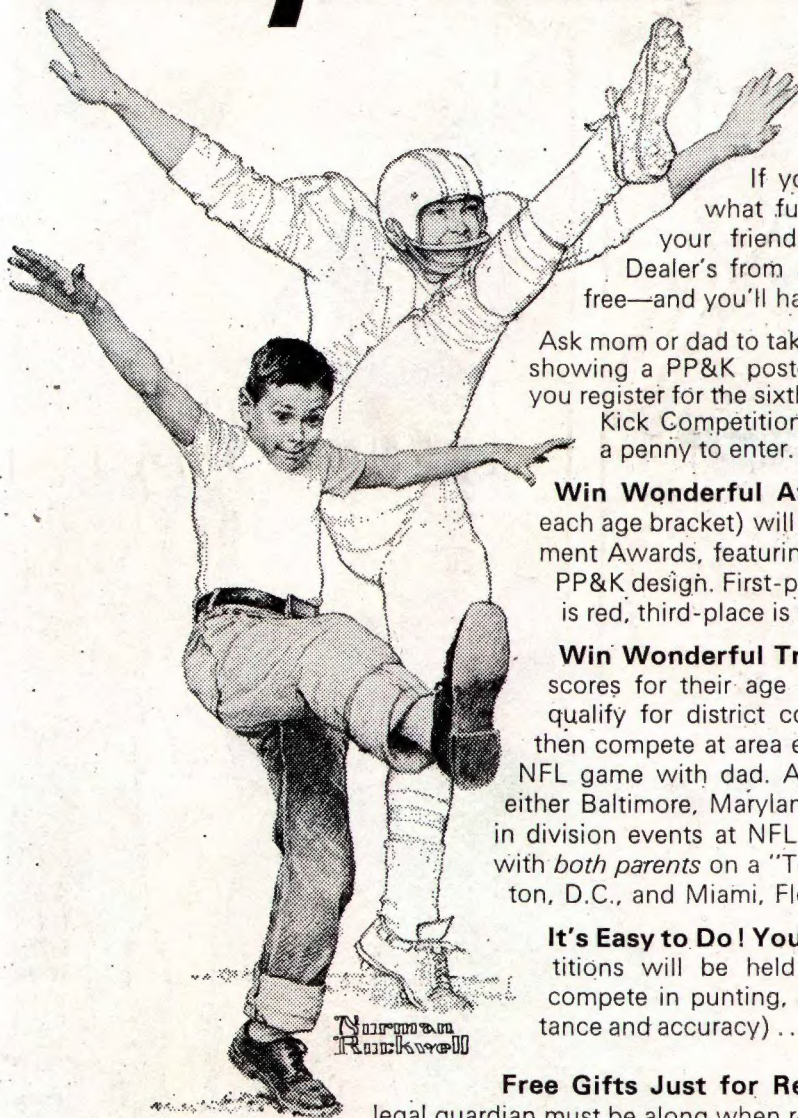
SUPER-HEROES
CLUBHOUSE



Boys 8 through 13

Enter the Sixth Annual Ford Dealers • National Football League

Punt, Pass & Kick Competition!!!



Warm up that kicking toe!
Limber up that passing arm!
It's PP&K competition time!

If you entered last year, you know what fun it is. If you missed out, join your friends and sign up at your Ford Dealer's from September 1 to October 7. It's free—and you'll have the time of your life.

Ask mom or dad to take you to the nearest Ford Dealer showing a PP&K poster in his window. That's where you register for the sixth annual Ford-NFL Punt, Pass & Kick Competition. Best of all . . . it doesn't cost a penny to enter.

Win Wonderful Awards! Top three winners (in each age bracket) will get attractive Medal of Achievement Awards, featuring the classic Norman Rockwell PP&K design. First-place medal is blue, second-place is red, third-place is white.

Win Wonderful Trips! Local champions with top scores for their age groups in each Ford zone will qualify for district competitions. District champions then compete at area events. This includes a trip to an NFL game with dad. Area champions go with dad to either Baltimore, Maryland, or Dallas, Texas, to compete in division events at NFL games. Division champions go with *both parents* on a "Tour of Champions" to Washington, D.C., and Miami, Florida.

It's Easy to Do! You'll Have a Blast! Local competitions will be held in your neighborhood. You'll compete in punting, passing and place-kicking (distance and accuracy) . . . and *against boys your own age*.

Free Gifts Just for Registering! Your mom, dad or legal guardian must be along when registering. Your Ford Dealer will give you *free*: a handsome PP&K pin • a booklet of PP&K competition tips.



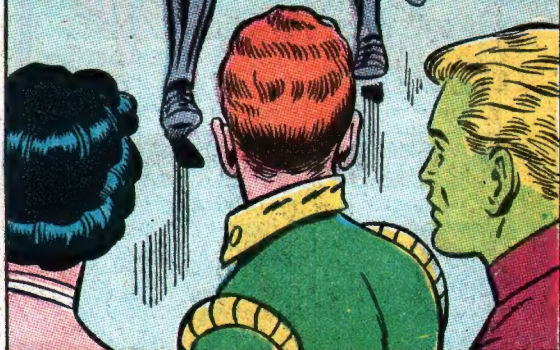
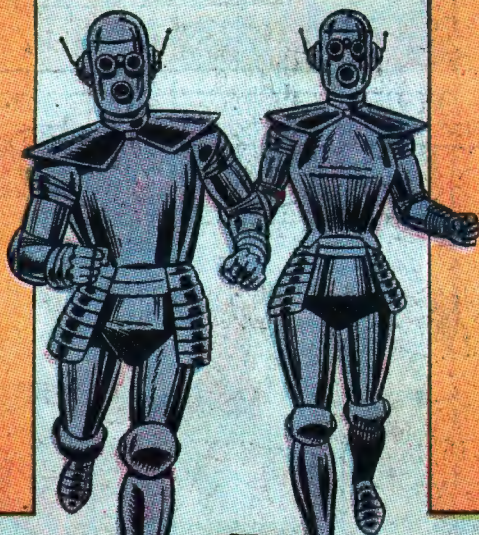
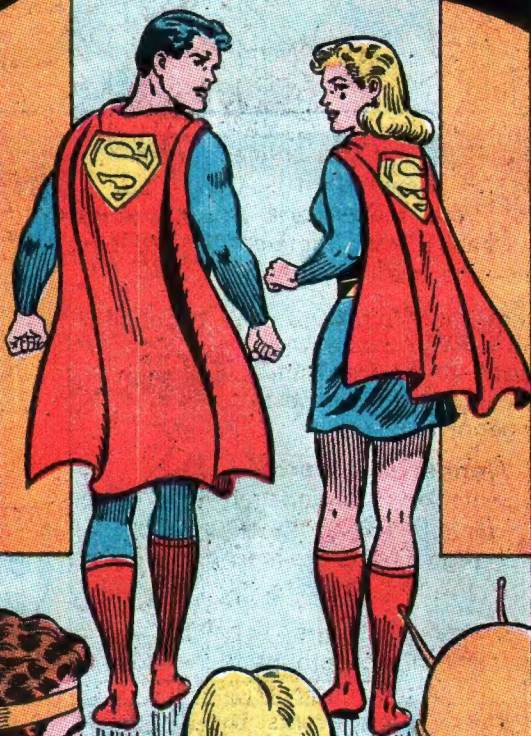
Get in on the fun now! Register Sept. 1 to Oct. 7!!!

TALES OF THE LEGION of SUPER-HEROES

THEY'VE EXPELLED US!
WE'RE...GULP!...OUT
OF THE LEGION!

Introducing:
SIR
PRIZE
and
MISS
TERIOUS!

AND WE'RE
THEIR
REPLACEMENTS!



HOPPING HEROES! WHY HAVE **SUPERBOY** AND **SUPERGIRL** BEEN GIVEN THE HEAVE-HO BY THE LEGION? AND WHO ARE THE **LEAD-CLAD LAD** AND THE **METAL-PLATED MIGS** TAKING OVER FROM THE **BOY BLOCKBUSTER** AND THE **MAID OF MIGHT**? TO GET THE LOWDOWN, DON'T MISS A PANEL OF...

"The **OUTCAST SUPER-HEROES!**"

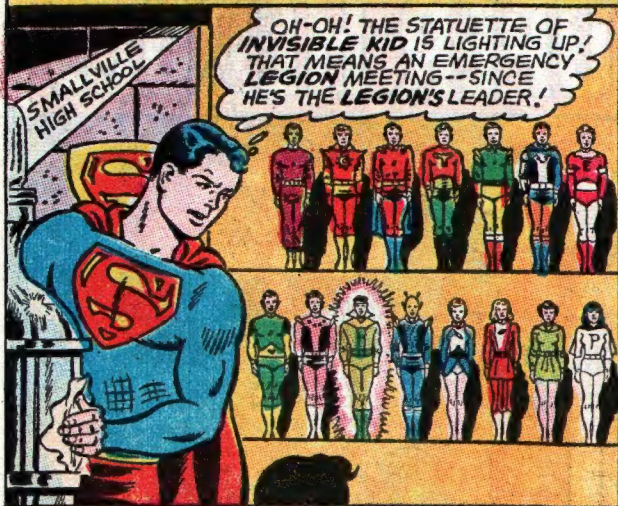
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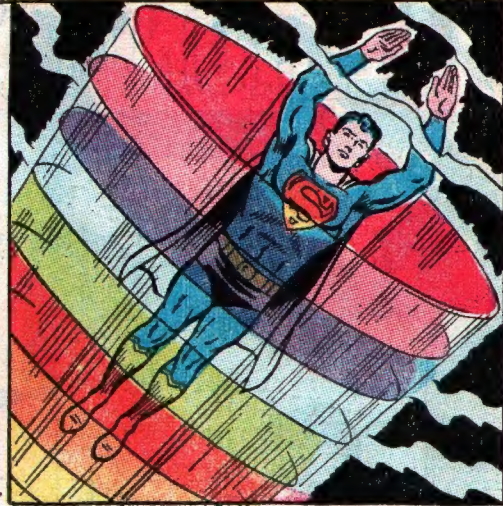
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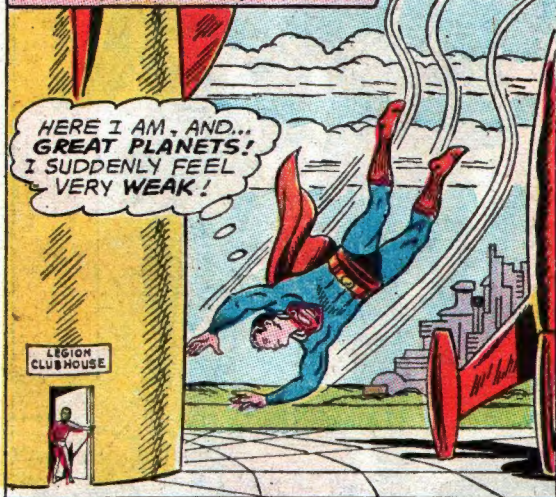
ONE DAY, IN SMALLVILLE, AS SUPERBOY CLEANS HIS SECRET TROPHY ROOM IN THE BASEMENT OF THE KENT HOME...



MOMENTS LATER, THE DYNAMIC PRINCE OF POWER STREAKS THROUGH THE TIME-BARRIER...



...TO THE CLUBHOUSE OF THE LEGION OF SUPER-HEROES, IN THE 30TH CENTURY...

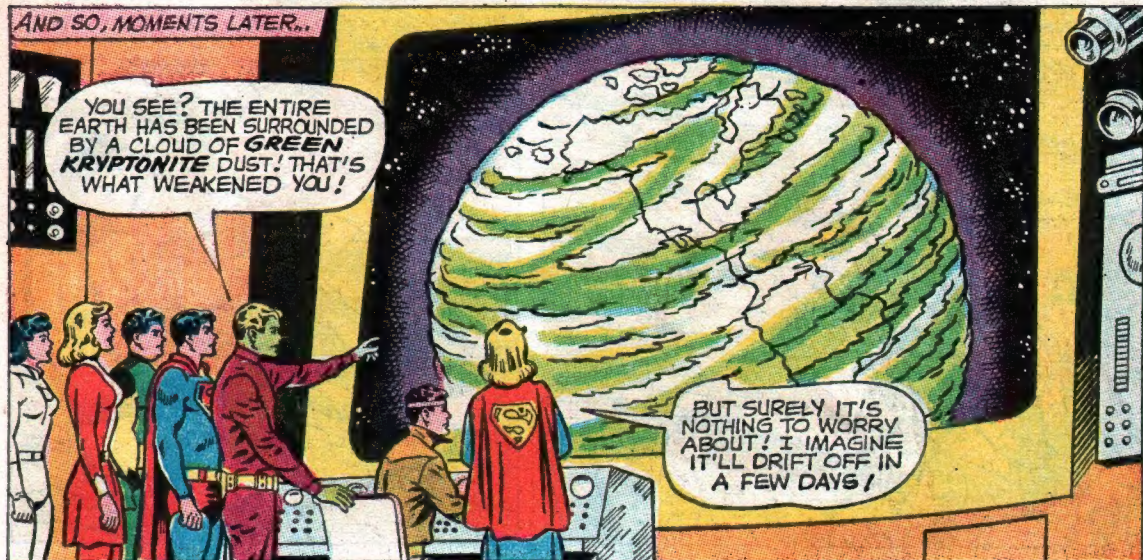


WITH WHAT REMAINS OF HIS SUPER-SPEED, THE BOY OF STEEL FLASHES IN THROUGH THE DOORWAY!



* KRYPTON, HOME PLANET OF SUPERBOY AND SUPER-GIRL, WAS DESTROYED BY AN INTERNAL EXPLOSION WHICH TURNED THAT WORLD'S SHATTERED FRAGMENTS TO KRYPTONITE, THE ONE SUBSTANCE DEADLY TO THE SUPER-COUSINS--Ed.

AND SO, MOMENTS LATER...



YOU SEE? THE ENTIRE EARTH HAS BEEN SURROUNDED BY A CLOUD OF **GREEN KRYPTONITE** DUST! THAT'S WHAT WEAKENED YOU!

BUT SURELY IT'S NOTHING TO WORRY ABOUT! I IMAGINE IT'LL DRIFT OFF IN A FEW DAYS!



I'M AFRAID NOT! THIS **GREEN K** HAS SOME UNUSUAL PROPERTIES! HERE'S WHAT MY RESEARCHES HAVE DISCOVERED...



"SOME YEARS AGO, THIS DUST WAS A SWARM OF **GREEN K** METEORS WHICH PASSED THROUGH A STRANGE, INCANDESCENT NEBULA..."

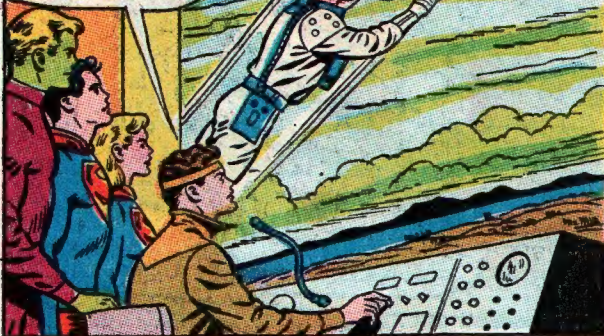


"WHEN THEY EMERGED, THEY HAD BEEN VOLATIZED TO DUST... AND CHANGED IN OTHER WAYS, TOO..."



FOR ONE THING, THE DUST IS STRONGLY ATTRACTED TO EARTH'S MAGNETIC FIELD... AND WON'T LOSE THAT ATTRACTION FOR AT LEAST **TWO YEARS!**

BUT WE AREN'T GIVING UP! **COSMIC BOY** WILL TRY TO USE HIS MAGNETIC POWER TO REPEL THE CLOUD BY SETTING UP A MAGNETIC FIELD THAT'S OPPOSITE TO EARTH'S.



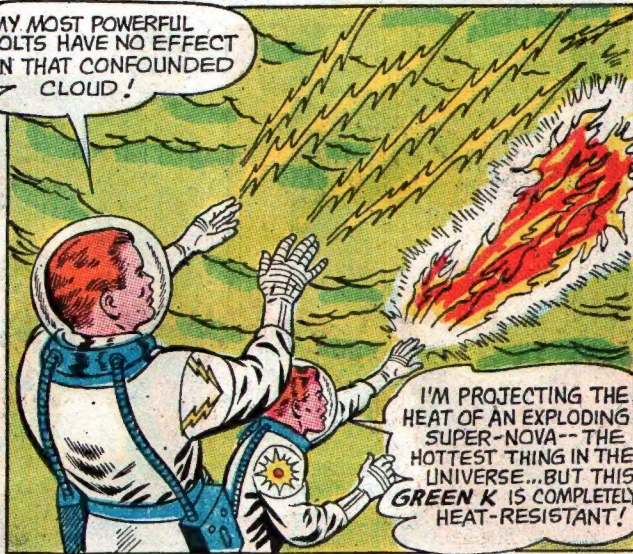
I FLOPPED! MY POWER ISN'T GREAT ENOUGH FOR A TITANIC JOB LIKE THIS! EARTH'S FIELD IS TOO STRONG.



DON'T FEEL BAD, **COSMIC BOY**! MAYBE **LIGHTNING LAD** AND **SUN BOY** WILL HAVE BETTER LUCK WITH THEIR SUPER-POWERS!

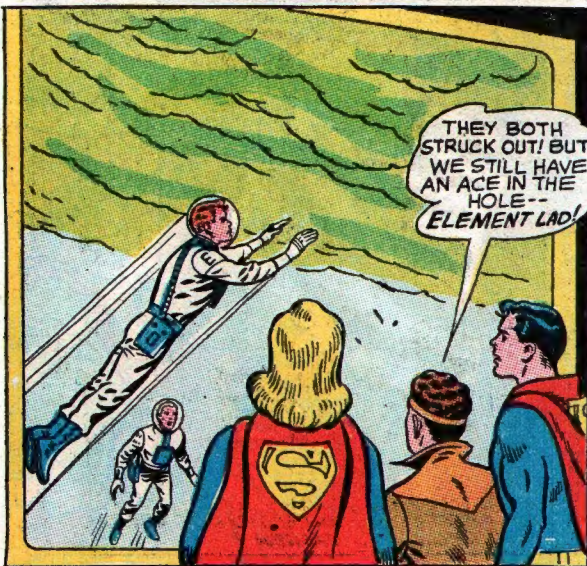


MY MOST POWERFUL BOLTS HAVE NO EFFECT ON THAT CONFOUNDED CLOUD!



I'M PROJECTING THE HEAT OF AN EXPLODING SUPER-NOVA-- THE HOTTEST THING IN THE UNIVERSE...BUT THIS **GREEN K** IS COMPLETELY HEAT-RESISTANT!

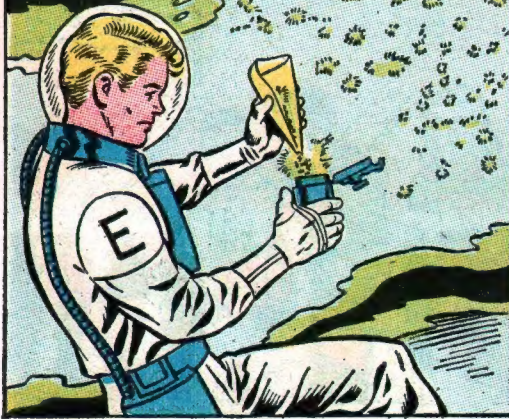
THEY BOTH STRUCK OUT! BUT WE STILL HAVE AN ACE IN THE HOLE-- **ELEMENT LAD**!



I'LL USE MY ELEMENT-CHANGING POWER TO TURN THE **KRYPTONITE** TO HARMLESS HELIUM GAS...WAIT! I NEVER EXPECTED THIS! SUDDENLY, THE DUST IS SPARKLING LIKE A FIREWORKS DISPLAY!



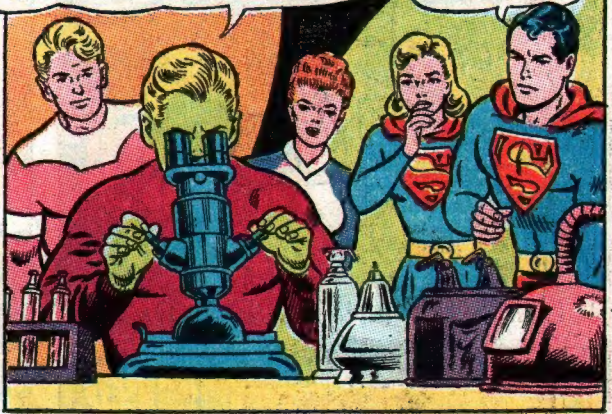
I'LL GATHER IT INTO THIS
LEAD CYLINDER. I BROUGHT
ALONG IN CASE I HAD TO
TAKE A SAMPLE BACK
TO THE CLUB!



SHORTLY, IN THE LEGION'S LAB...

YOUR HUNCH WAS RIGHT, **ELEMENT LAD!**
IF YOU'D USED ANY MORE POWER ON THE
GREEN K DUST, YOU WOULD HAVE
CAUSED A CHAIN REACTION THAT
COULD HAVE DESTROYED EARTH!

CRASHING COMETS! WHAT
A NARROW
ESCAPE!

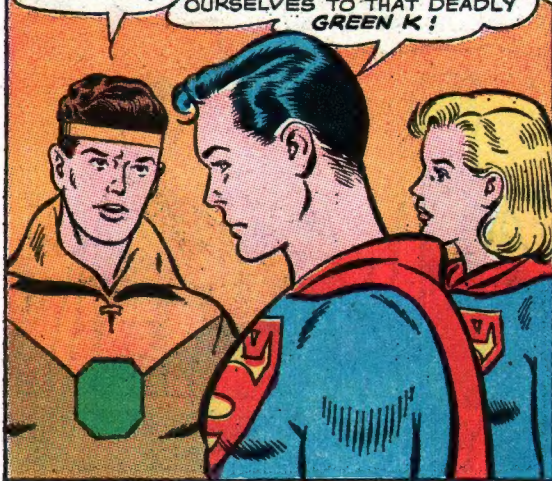


YOU BOTH KNOW
WHAT THAT
MEANS?

YES... WE WILL BE UNABLE
TO TAKE PART IN **LEGION**
MISSIONS WITHOUT EXPOSING
OURSELVES TO THAT DEADLY
GREEN K!

IT MEANS WE
MUST BE **EXPELLED**
FROM THE **LEGION!**

**NOT EXPELLED... BUT HONORABLY
DISCHARGED!** COME ON... WE
MIGHT AS WELL START THE
CEREMONY AND GET IT OVER
WITH!



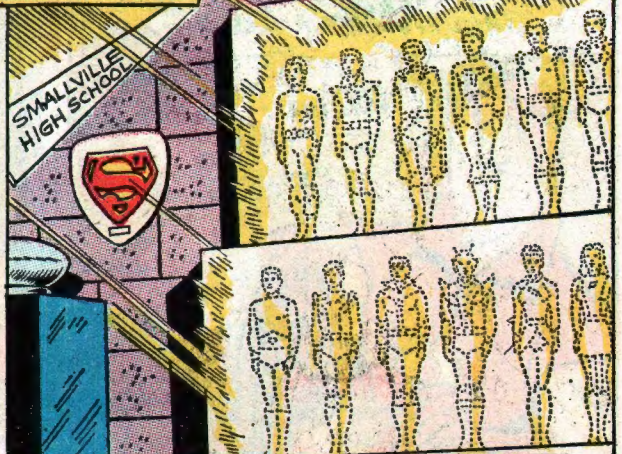
SHORTLY, IN THE LEGION SCIENCE HALL...

ALL RIGHT,
BRAINIAC 5!
YOU KNOW WHAT
TO DO!

CHECK, KID!
THE **TIME CUBE'S**
OPERATING!

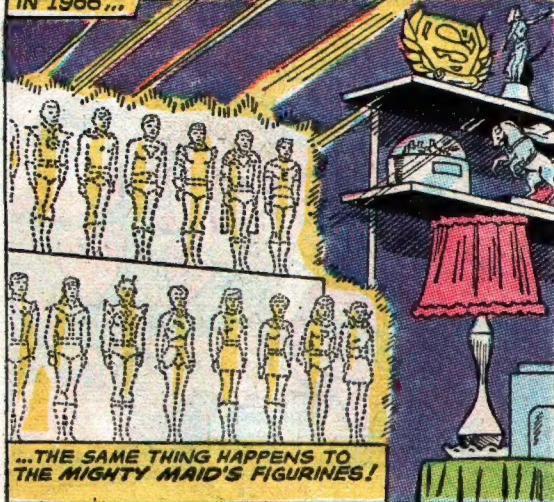


AND IN SUPERBOY'S SECRET TROPHY ROOM, IN 20TH CENTURY
SMALLVILLE...



...THE BOY OF STEEL'S COLLECTION OF LEGION
STATUETTES BEGINS TO VANISH!

AND IN A SIMILAR ROOM IN THE DANVERS' HOME, WHERE **SUPERCILL** LIVES AS LINDA DANVERS, IN 1966...



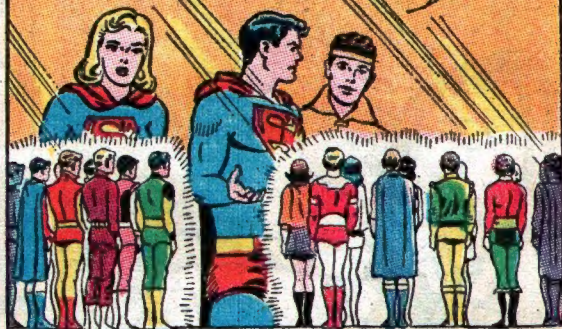
...THE SAME THING HAPPENS TO THE MIGHTY MAID'S FIGURINES!

NOW, BACK TO THE 30TH CENTURY...

WHY, THOSE ARE THE **LEGION** STATUES YOU USE TO SUMMON US TO A MEETING!

WHAT'S THE IDEA OF BRINGING THEM HERE?

I'LL EXPLAIN AFTER AN IMPORTANT CEREMONY! FOLLOW ME!



AS ALL THE **LEGINNAIRES** GATHER...



WE HAVE TROPHIES FOR YOU COMMEMORATING **LEGION** MISSIONS YOU'VE TAKEN PART IN! THIS STATUE OF YOU, **SUPERBOY**, WAS MADE FROM A FRAGMENT OF THE GOLDEN SHIP USED BY DR. REGULUS!

THANKS, KID!

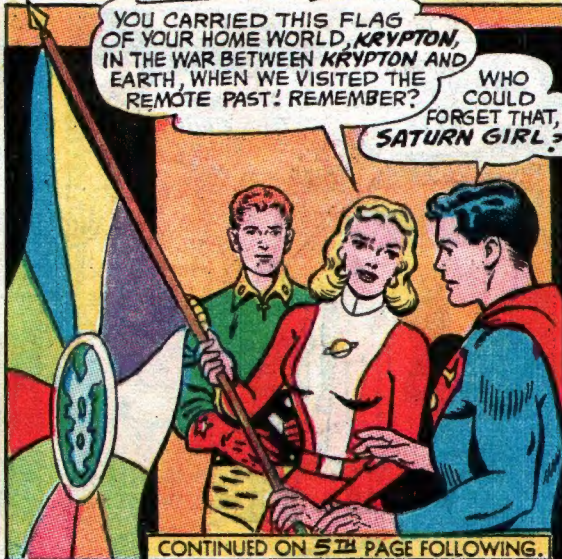
THIS IS **SATAN GIRL'S** COSTUME -- A MEMENTO OF THE TIME **RED KRYPTONITE** SPLIT YOU INTO TWO PERSONS, **SUPERCILL**, AND YOU HAD TO DEFEAT **YOURSELF**!

THAT WAS A TOUGH ONE, **SUN BOY**!



YOU CARRIED THIS FLAG OF YOUR HOME WORLD, **KRYPTON**, IN THE WAR BETWEEN **KRYPTON** AND EARTH, WHEN WE VISITED THE REMOTE PAST! REMEMBER?

WHO COULD FORGET THAT, **SATURN GIRL**?



CONTINUED ON 5TH PAGE FOLLOWING.

If you could have only one toy in the world, what would it be? **How about a toy that makes toys?**

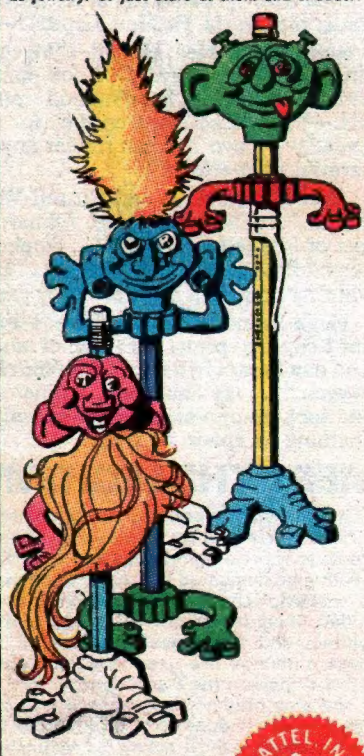
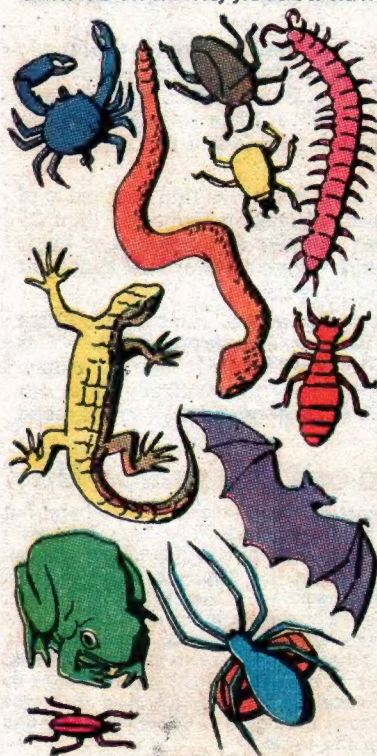


You can get a Mattel Thingmaker® that makes Creepy Crawlers, or Fighting Men, or Creepie People™

Slinky (ugh!), creepy (arrgh!), bugs, beetles, frogs, bats, centipedes, lizards. They all look almost real. Got somebody you want to scare?

Make as many soldiers as you want! Pose 'em any way you like. Make all their equipment—rifles machine guns, bazookas, tanks, and more.

Make 'em yourself. They're so ugly you love them. Decorate pencils with them. Wear them as jewelry. Or just stare at them and shudder.



Make 'em. Trade 'em. Sell 'em.



BITS OF LEGIONNAIRE BUSINESS

Well, the suggestions for new Legionnaires continue to pour in from you fans. So here we are, back with a new batch of these "Bits of Legionnaire Business." This page represents only a fraction of the thousands of ideas that have deluged us. Of these, we've selected the ones we liked best—some intriguing "straight" heroes, others wild and kooky. We'll just pass along the top choices to our

writers for possible use in future stories. One word of caution—try to get really original ideas. Many otherwise good heroes were rejected because they were similar to some we'd used before. Send your brainstorm to: BITS OF LEGIONNAIRE BUSINESS, National Periodical Publications, 575 Lexington Ave., New York, N.Y. 10022, preferably on a postal card. And now for this issue's collection:

Niles Brown, Jefferson, Tex.—"Sound Boy uses sound waves to create a prison around enemies." ... Andy Barnett, Phoenix, Ariz.—"Astro Lad has disintegration vision. He can disintegrate anything and then restore it to its original form." ... Richard Kahn, Fair Lawn, N.J.—"Ripper Robert can rip himself in half to avoid bullets, then reunite." ... Rand Lee, Roxbury, Conn.—"Vicious Circle can materialize hoops of sizzling energy that weaken a person by sapping his strength."

Robert L. Chambers, Caro, Mich.—"Monster Boy can assume any weird form he chooses." ... David Low, Florissant, Mo.—"The Traveler has the power to transport himself and others anywhere he wills, including other time-eras and dimensions." ... Rudolph Valentino, Cedar Brook, N.J.—"Inertia Kid can increase the resistance that a body has to moving, and thus render it motionless." ... Kim Boyce, Chicago, Ill.—"Pajama Pat can put anyone to sleep for any length of time."

Billy Brennan, Collingdale, Pa.—"Fingertip Fred can make his fingers as long as he wants. Also, they can drill through stone or metal." ... Mark De Wolfe, San Antonio, Tex.—"Cat Kid has the strength of a tiger, the courage of a lion, the speed of a cheetah, the ability to see in the dark—and when he falls, he always lands on his feet." ... Paul Miller, Oakdale, Conn.—"Dynamite Dan can make anything explode." ... Dan Solla, Freeport, Pa.—"Liquid Lad has the power to turn any solid, unliving thing into any form of liquid."

Michael Willert, Woodlyn, Pa.—"Ape Boy can turn into any kind of primate, from the smallest monkey to a King Kong-size gorilla." ... E. Clements, San Diego, Calif.—"Remarkable Russ has the power of turning anything invisible to everyone's eyes but his." ... William Francis Powell, Laurel, Miss.—"Steam Kid can change himself or anything else into steam." ... Glen Quasny, West Covina, Calif.—"The Human Sponge can soak up whole oceans into his body, or emit water from the pores of his skin."

R. McNeill, Kingston, Jamaica—"Attracto-Lad has the power to attract or repel any form of energy or matter. He has one weakness, though—he can't attract girls." ... Paul Vranish, Crosby, Minn.—"Water Lad can change into any form of water: rain, snow, fog, sleet, steam or smog." ... Byron Holt—"Cyclotron Kid can spit atoms, changing matter to energy." ... Patricia Stevens, Paris, France—"Tree Girl can change into a human tree." (Thanks to Pat for the chic costume sketches she included—but what else would you expect from Paris, the World Fashion Capital?—Ed.)

Keith Okita, Aiea, Hawaii—"Mechanical Maid can turn into any mechanical apparatus by altering the atomic structure of her body." ... Leon Smith, Greensboro, N.C.—"Diamond Duke is invulnerable, able to cut steel with his fingernails, has diamond strength, and can change carbon to diamond." ... Bruce Carter, Montgomery, Ala.—"Time Lad can stop time for everyone but himself—once every 48 hours." ... Mike Hill, Orillia, Ont., Canada—"Kayo Kid can render anyone or any creature unconscious for any desired length of time with no harmful after-effects."

Alan Mandelbaum and Russell Weis, Oceanside, N.Y.—"Thin Girl can make herself as thin as a piece of thread." ... Rick Rampone, Elkhart, Ind.—"Lie-Detector Lad has the power of making anybody within 25 feet of him tell the truth." ... Stephen Phillips, New York, N.Y.—"Dee-zeez can give foes any illness, but is herself immune to all diseases." ... Brian T. Strom, Northfield, Minn.—"Whirl Wizard's power is to shoot out whirling rays from his eyes. They cause enemies to whirl uncontrollably till they get dizzy."

Hugh Simons, Chicago, Ill.—"Miss Break-Mass can break inanimate objects into atoms. She can also break her body into parts, each one of which has an individual power." ... Paul Remley, Ann Arbor, Mich.—"Gas Lad can breath in any gas and breath it out in another form. For instance, he could inhale helium and exhale oxygen." ... Jay Sabatucci, Arlington, Tex.—"Reflexo Lad; when he's hit, his arms automatically shoot out and sock his opponent by reflex action." ... John Kimsey, Indianapolis, Ind.—"Suspense Spence can suspend anything in space or time."

MEET THE LEGIONNAIRES ... The Origin of Chameleon Boy

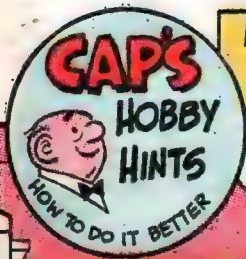
On the distant planet Durla, the dominant race evolved a remarkable means of survival. They developed the power to change themselves into any forms they desired.

Although humanoid in general appearance, the Durlans have special characteristics of their own. Their skin is golden, their heads are bald, their ears are large and pointed, and they have antennae on their foreheads. These antennae are used to examine and analyze any object or person the Durlan encounters, in order that he or she may assume that shape if it becomes necessary. This analysis is done through invisible emanations from the antennae, which return as distinctive sound waves and are picked up by the Durlan's large ears.

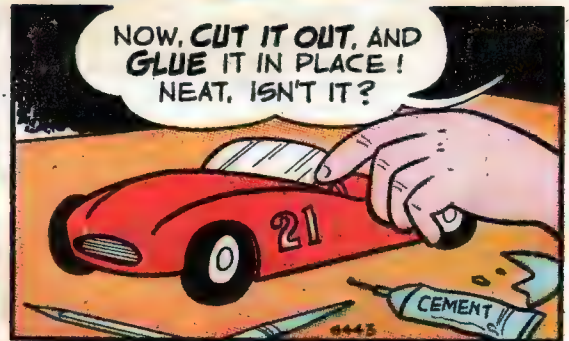
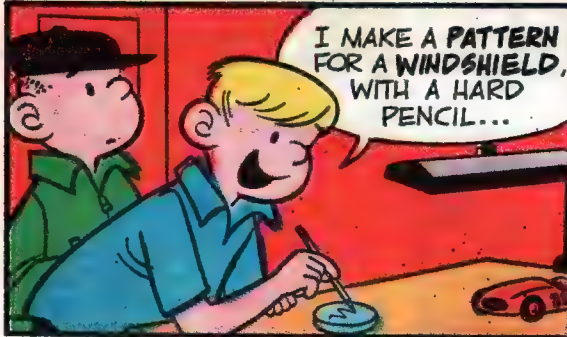
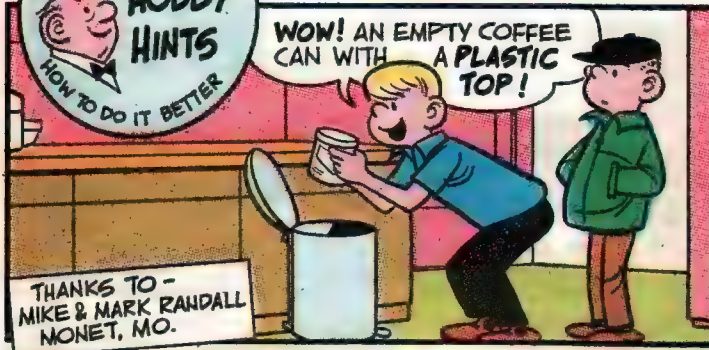
The Durlans seldom mingle with humans of other planets, because ordinary people are often suspicious of these aliens with their shape-changing abilities. One boy, Reed Daggles, determines to enter human society on Earth

and gain the respect of the men and women here, not only for himself, but for his whole race. Therefore, with his parents' permission, he came to this planet and applied for membership in the Legion of Super-Heroes. When asked what name he would use as a super-lawman, Reep was stumped; he had never thought of such a thing. But Colossal Boy, who was also applying for membership at that time, noted that Reep's disguise ability resembled that of an Earth lizard, the chameleon, which changes its color to blend into various backgrounds. And so it was that Reep Daggles took the name of Chameleon Boy and was inducted into the Legion.

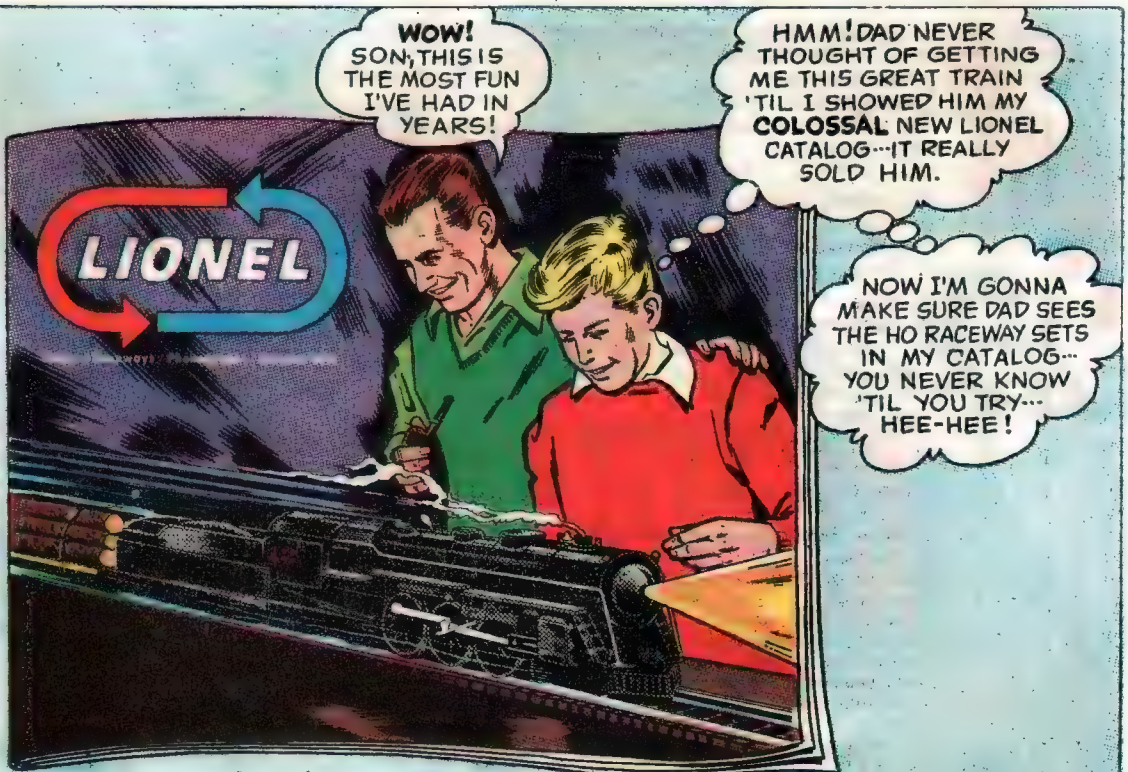
His ability to assume instantly any shape has led to Chameleon Boy's being chosen as the leader of the Legion's Espionage Squad. He has frequently spied upon criminals while disguised as a member of their gang—or even as a piece of furniture!



KIDS! MAIL IN YOUR HOBBY HINTS TO: CAP'S, NATIONAL COMICS.
575 LEXINGTON AVE. NEW YORK, N.Y. 10022
IF PUBLISHED, YOU WILL RECEIVE \$5 AND THE ORIGINAL ART.



CUT OUT FOR YOUR **SCRAPBOOK**



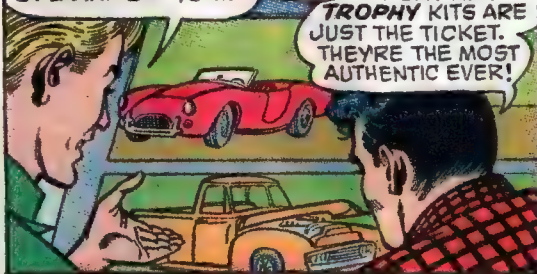
GET A GREAT NEW LIONEL CATALOG FOR YOUR DAD. 478 FINE TOYS, TRAINS, RACEWAYS, SCIENCE SETS, TELESCOPES, PHONOGRAPHS. SEND 25c, YOUR NAME AND ADDRESS TO DEPT. 74-A, LIONEL TOY CORPORATION, HILLSIDE, NEW JERSEY.

AMT makes the Party

JIM AND EDDIE SEARCH FOR A SPECIAL BIRTHDAY GIFT FOR THEIR PAL.

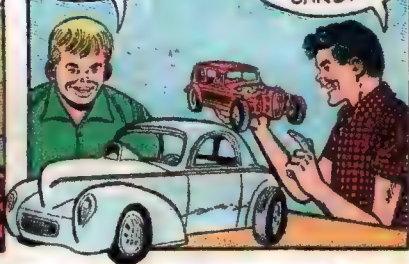
BILL'S A REAL MODEL BUILDER, SO IT'S GOTTA BE A SUPER SPECIAL GIFT, JIM.

SURE, THAT'S WHY THESE GREAT AMT TROPHY KITS ARE JUST THE TICKET. THEY'RE THE MOST AUTHENTIC EVER!



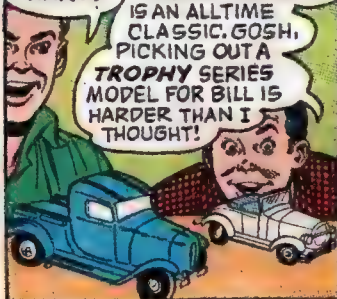
WOW, DIG THAT COOL '40 WILLYS' ROD. DOES THIS CHOPPED AND CHANNELLED '32 FORD REALLY COME WITH IT?

NATCH! THAT'S AN AMT TROPHY SERIES DOUBLE KIT, EDDIE. IT MAKES TWO COMPLETE CARS.



GEE, ANOTHER DOUBLE KIT. LOOK AT ALL THE WILD "CHROME" PARTS AND ON THIS ALA KART!

THIS '29 FORD ROADSTER IS AN ALLTIME CLASSIC. GOSH, PICKING OUT A TROPHY SERIES MODEL FOR BILL IS HARDER THAN I THOUGHT!



ONE WEEK LATER...

THIS TROPHY SERIES '58 CHEVY IMPALA YOU GAVE ME IS THE GREATEST MODEL EVER, GUYS. LOOK, WHEELS STEER AND THE DOORS EVEN OPEN. IT'S SO AUTHENTIC MY DAD WANTS ME TO DISPLAY IT IN THE DEN!

WHATTA MODEL.

WISH IT WAS MY BIRTHDAY!



GIVE 'EM- AND GET 'EM- AS GIFTS, BUYS. AMT'S COOL, AUTHENTIC TROPHY SERIES 1/25TH-SCALE MODELS.



AMT HAS OVER 30 GREAT MODELS TO CHOOSE FROM. GET 'EM TODAY AT YOUR HOBBY OR DEPARTMENT STORE. \$1.70 AND \$2.00 A KIT. AMT CORPORATION BOX 81, TROY, MICHIGAN



He's NOT

**as STRONG as...
as BRAINY as...
as FAST as...
as SMALL as...
or as WET as...**

**SUPERMAN
BATMAN
The FLASH
The ATOM
AQUAMAN!**

WHAT IS HE?

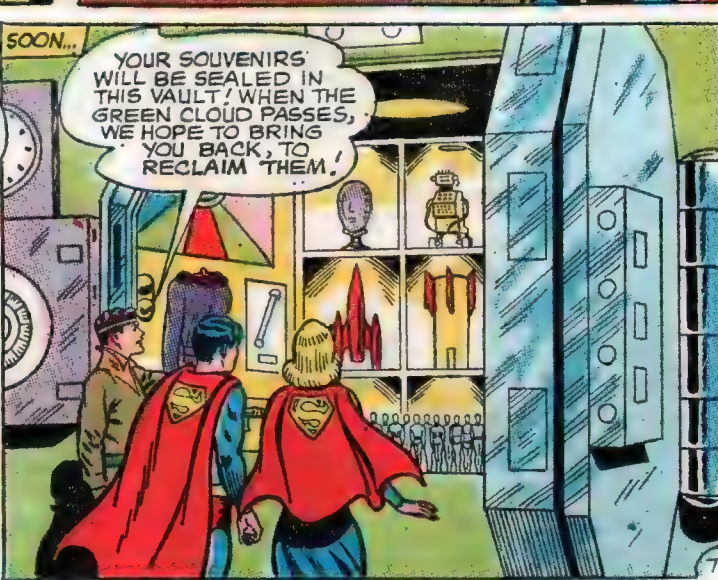
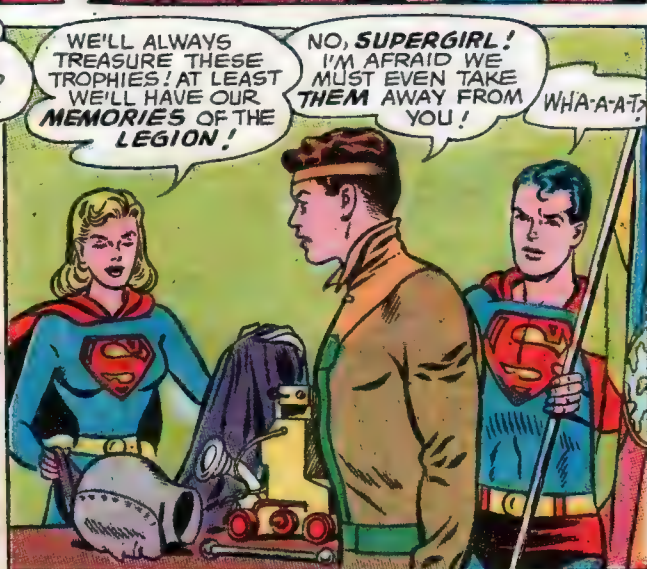
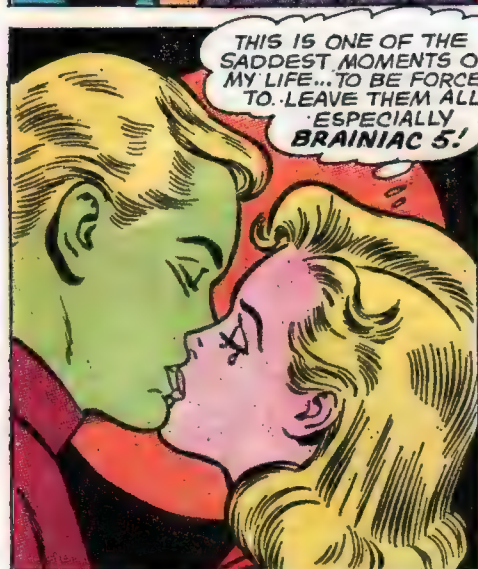
HE'S THE ONE, THE ONLY, ORIGINAL PLASTIC MAN!

THE SLYEST, SLIPPERY-EST, SLINKY-EST SUPER-HERO OF THEM ALL!

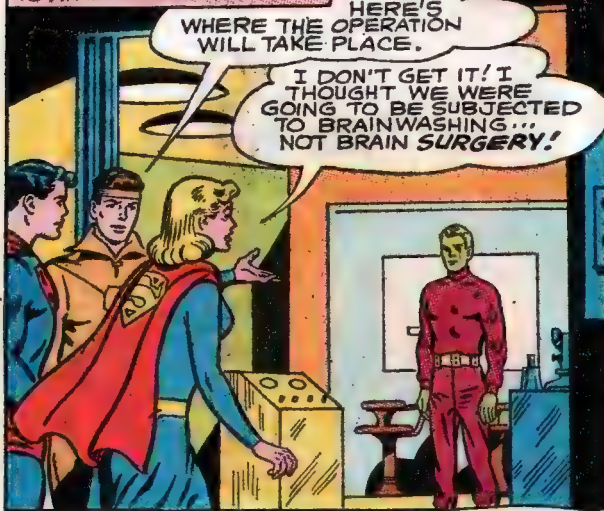
MAKING HIS TRIUMPHANT RETURN IN BRAND-NEW EXPLOITS!



ON SALE SEPT. 22nd



INVISIBLE KID NEXT LEADS THE SUPER-COUSINS TO AN OPERATING ROOM...



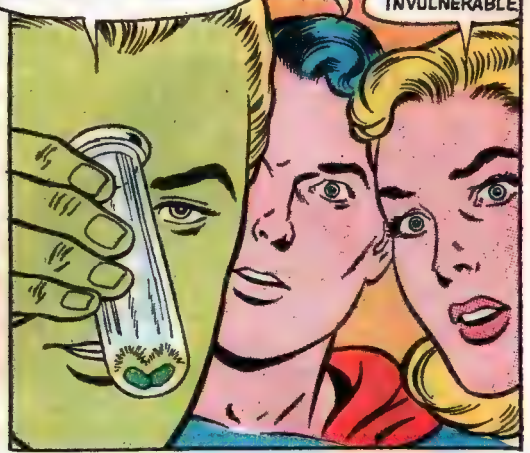
HERE'S WHERE THE OPERATION WILL TAKE PLACE.

I DON'T GET IT! I THOUGHT WE WERE GOING TO BE SUBJECTED TO BRAINWASHING... NOT BRAIN SURGERY!

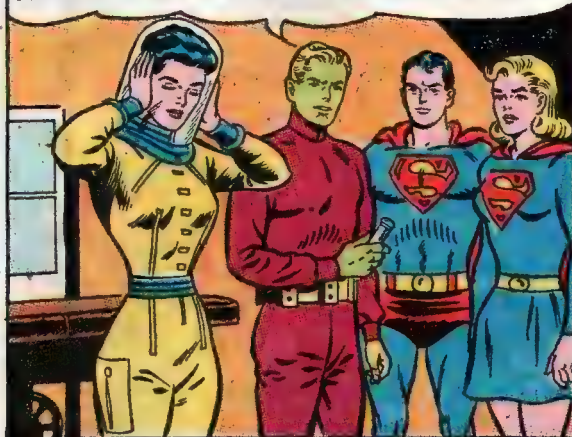
IT'LL BE BOTH, IN A WAY! WE'LL HAVE TO IMPLANT THESE KRYPTONITE CAPSULES IN YOUR BRAINS!

YOU CAN'T! KRYPTONITE IS DEADLY TO US!

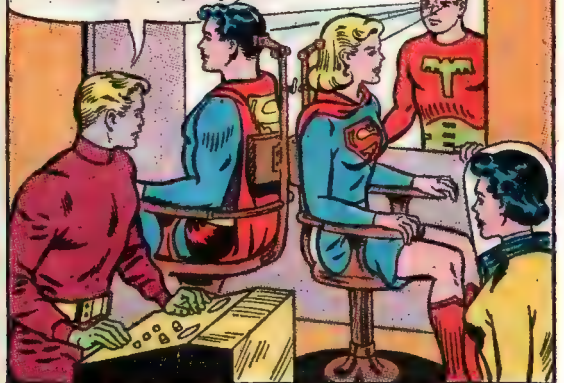
BESIDES, IT'S IMPOSSIBLE TO OPERATE ON US! WE'RE INVULNERABLE



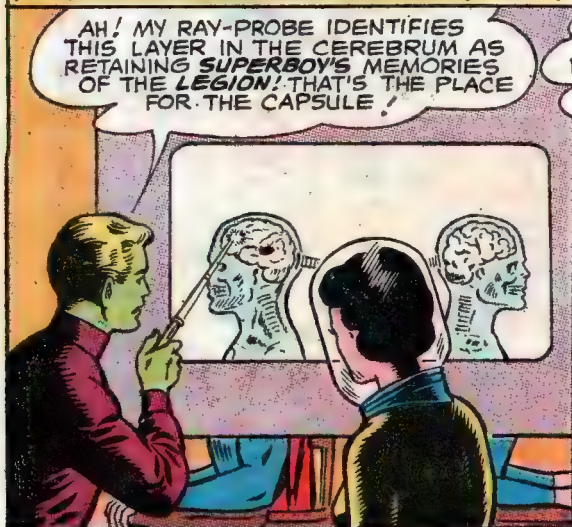
THE CAPSULES WILL BE REDUCED TO MICROSCOPIC SIZE, AND INSERTED IN A LOBAR AREA WHERE THEY WILL ONLY AFFECT YOUR MEMORIES. YOU SEE, THE OPERATION WILL BE PERFORMED WITHOUT AN INCISION...BY SHRINKING VIOLET.



FIRST I MUST GET A LOOK AT YOUR BRAINS. SINCE ORDINARY X-RAYS CAN'T PIERCE YOUR SKINS, ULTRA BOY WILL PROVIDE THE POWER WITH HIS PENETRA-VISION, WHICH CAN EVEN SEE THROUGH LEAD!



A FLUOROSCOPE SCREEN IS LOWERED, AND...

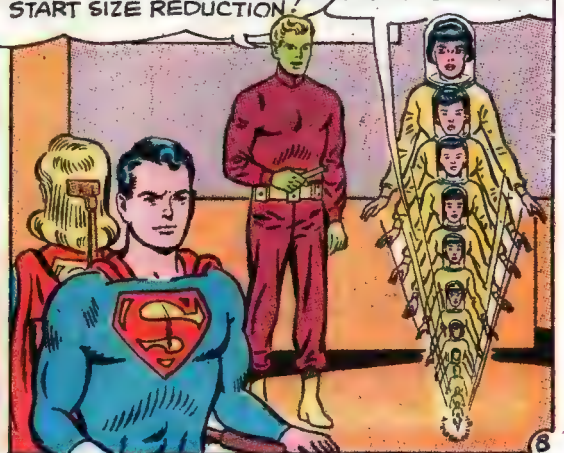


AH! MY RAY-PROBE IDENTIFIES THIS LAYER IN THE CEREBRUM AS RETAINING SUPERBOY'S MEMORIES OF THE LEGION! THAT'S THE PLACE FOR THE CAPSULE!

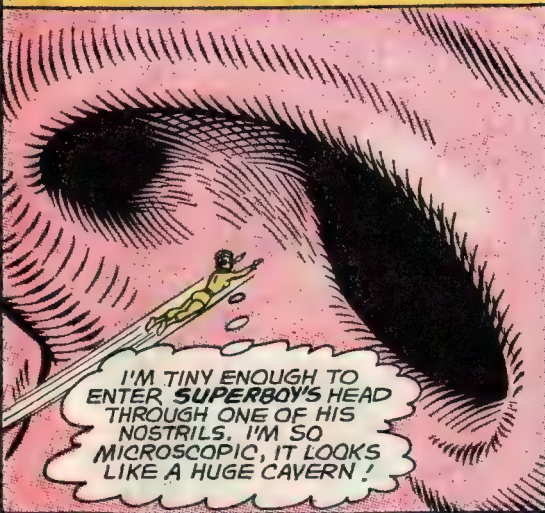
WHEN THE PRELIMINARY WORK IS COMPLETED...

WE'RE READY TO BEGIN, DOCTOR VIOLET. YOUR FIRST PATIENT WILL BE SUPERBOY. START SIZE REDUCTION.

HERE GOES! IT'LL TAKE ONLY A FEW SECONDS.



POWERED BY HER FLIGHT-RING, THE MINISCALE MAID SOARS TO **SUPERBOY'S** NOSTRIL...



I'M TINY ENOUGH TO ENTER **SUPERBOY'S** HEAD THROUGH ONE OF HIS NOSTRILS. I'M SO MICROSCOPIC, IT LOOKS LIKE A HUGE CAVERN!



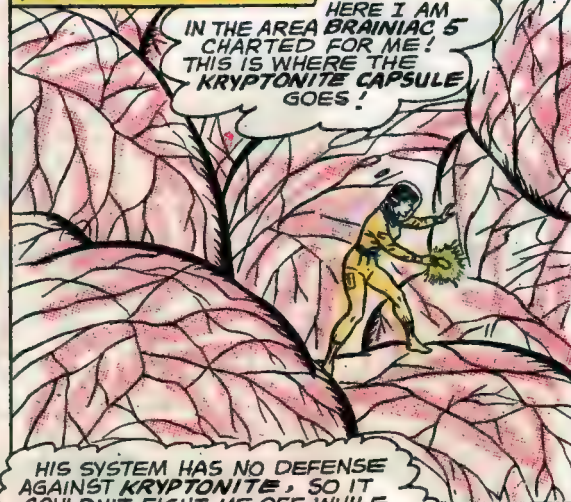
NEXT, I'LL GET INTO HIS BLOODSTREAM. I'M NOW SO SMALL I CAN PASS BETWEEN THE CELLS OF HIS ARTERY'S WALL!

THE TINY TEEN GROWS A LITTLE, AND...



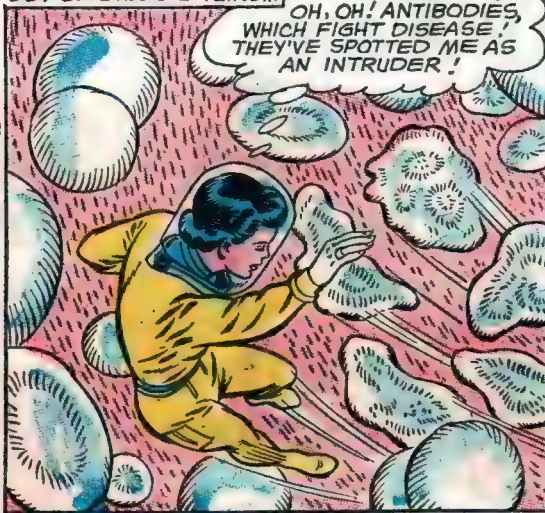
WHAT AN EXPERIENCE! THOSE HUGE THINGS ARE RED AND WHITE CORPUSCLES!

SHE EMERGES FROM THE BLOODSTREAM AT A FOLD IN THE CEREBRUM...



HERE I AM IN THE AREA BRAINAC 5 CHARTED FOR ME! THIS IS WHERE THE **KRYPTONITE** CAPSULE GOES!

BUT WHEN THE LILLIPUTIAN LASS ENTERS ONE OF THE BOY OF STEEL'S VEINS...

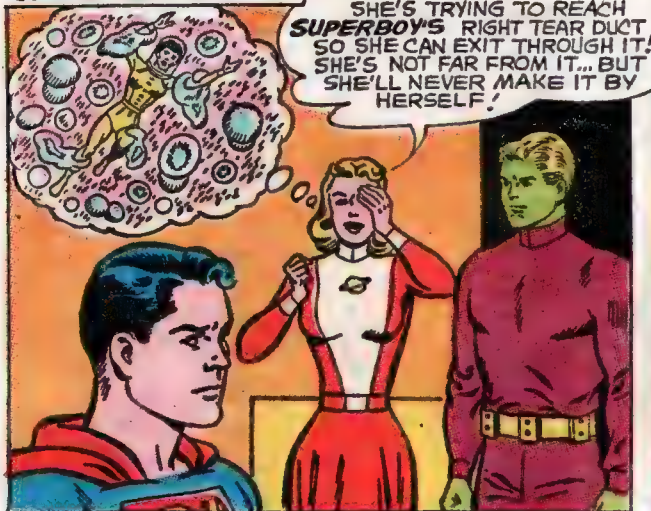


OH, OH! ANTIBODIES, WHICH FIGHT DISEASE, THEY'VE SPOTTED ME AS AN INTRUDER!

HIS SYSTEM HAS NO DEFENSE AGAINST **KRYPTONITE**, SO IT COULDN'T FIGHT ME OFF WHILE I HELD THE CAPSULE! BUT NOW THE ANTIBODIES ARE FASTENING TO ME... AND THEY'RE AS INVULNERABLE AS **SUPERBOY**!



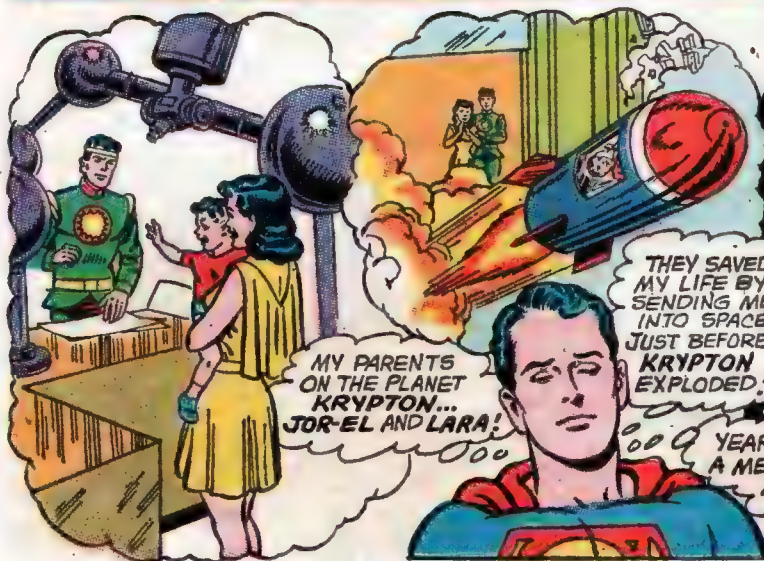
SATURN GIRL USES HER E.S.P. POWERS TO MONITOR VIOLET'S JOURNEY CLAIRVOYANTLY!



SHE'S TRYING TO REACH **SUPERBOY'S** RIGHT TEAR DUCT SO SHE CAN EXIT THROUGH IT! SHE'S NOT FAR FROM IT... BUT SHE'LL NEVER MAKE IT BY HERSELF!

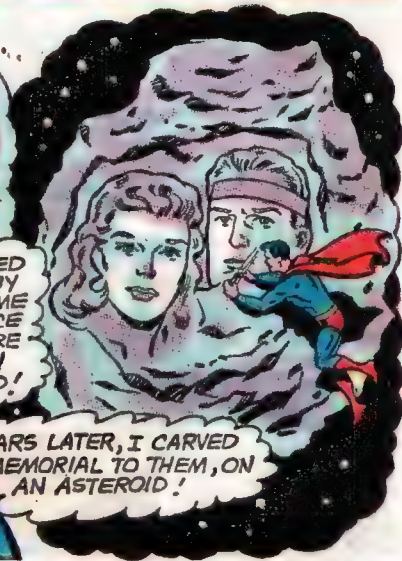
THERE'S ONLY ONE WAY TO GET HER OUT SAFELY! CRY, **SUPERBOY, CRY!**

QUICK! THINK OF THE SADDEST THING YOU CAN! **CRY!**



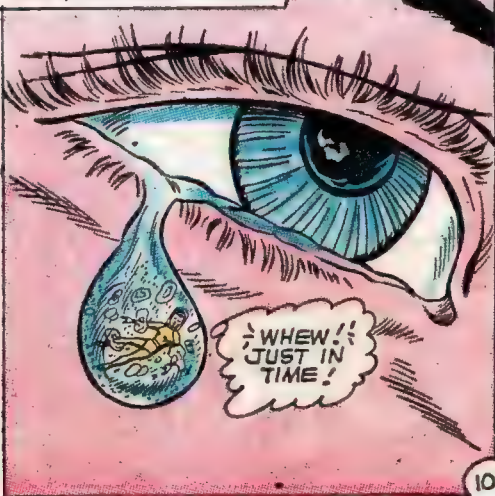
MY PARENTS ON THE PLANET **KRYPTON...** **JOR-EL AND LARA!**

THEY SAVED MY LIFE BY SENDING ME INTO SPACE JUST BEFORE **KRYPTON** EXPLODED!



YEARS LATER, I CARVED A MEMORIAL TO THEM, ON AN ASTEROID!

THE TRAGIC THOUGHTS DO THEIR WORK... A TEARDROP FORMS... AND INSIDE IT FLOWS OUT THE MINIATURE MAID...



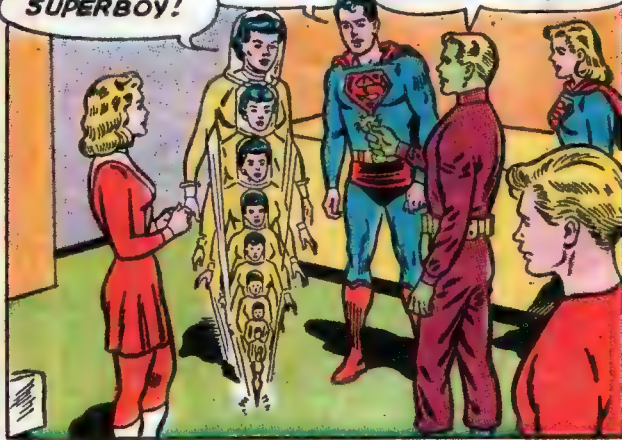
WHEW!! JUST IN TIME!

AS SHE EXPANDS TO FULL SIZE...

THE ANTIBODIES CAN'T AFFECT ME WHEN I'M BIG! THANKS, **SUPERBOY!**

CHECK! JUST BE GLAD I DIDN'T SNEEZE!

HERE'S AN EXTRA PIECE OF **KRYPTONITE** TO KEEP YOU SAFE FROM ANTIBODIES AFTER YOU PLACE THE CAPSULE IN **SUPERGIRL!**



AFTER THE OPERATION ON **SUPergirl** HAS BEEN PERFORMED...

THE **KRYPTONITE** WILL START WORKING SOON. BEFORE IT DOES, WE'LL SEND YOU BACK TO YOUR OWN TIMES IN THE **TIME CUBE**!

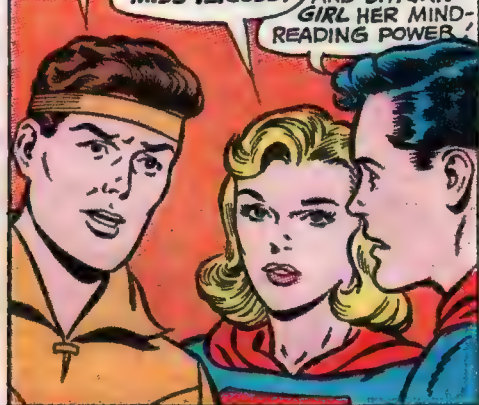
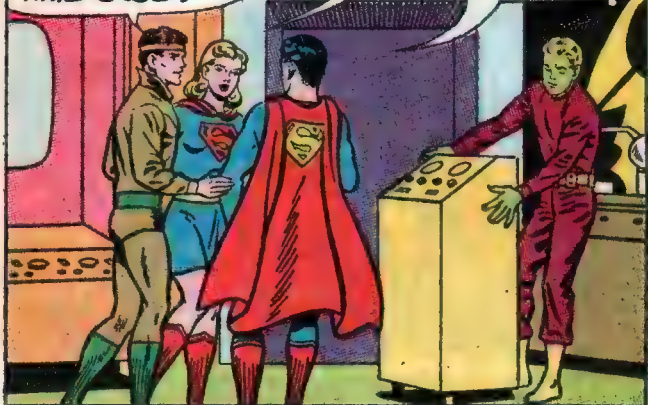
WAIT! WE HAVE A FAVOR TO ASK FIRST!

WE'VE DONE A LOT FOR THE **LEGION**. NOW WE'D LIKE TO NAME OUR OWN REPLACEMENTS!

WELL, I SUPPOSE IT'S ALL RIGHT! WHO ARE THEY?

I'M SORRY! WE CAN'T TELL YOU! THEY CALL THEMSELVES **SIR PRIZE** AND **MISS TERIOUS**!

PROMISE YOU'LL DO NOTHING TO LEARN THEIR IDENTITIES. THAT INCLUDES **ULTRA BOY** USING HIS **PENETRA-VISION** AND **SATURN GIRL** HER **MIND-READING POWER**!



HOLD IT! WILL THEY BE WEARING **MASKS**?

YES, BUT FOR REASONS WE CAN'T EXPLAIN NOW, NO ONE MUST KNOW WHO THEY ARE!

TRUST US! TAKE THEM INTO THE **LEGION** AT ONCE! DON'T EVEN BOTHER GIVING THEM THE USUAL TESTS. I PROMISE YOU WON'T REGRET IT!

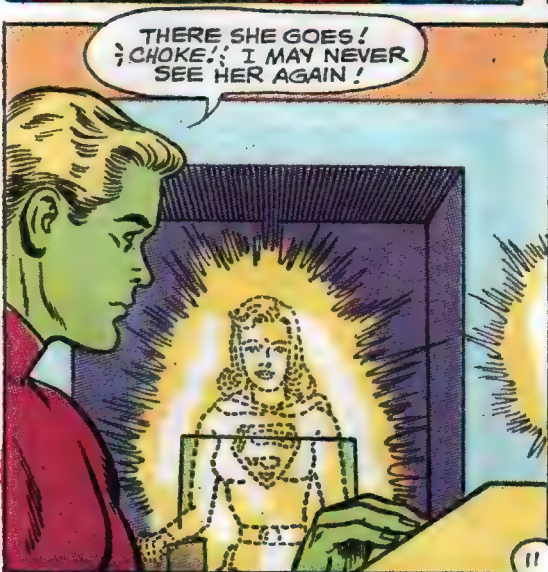


IF IT WERE ANYONE BUT YOU TWO, I'D SAY NO DICE! BUT... OKAY, I GUESS YOU KNOW WHAT YOU'RE DOING!

FINE! NOW SEND ME BACK TO 1966!



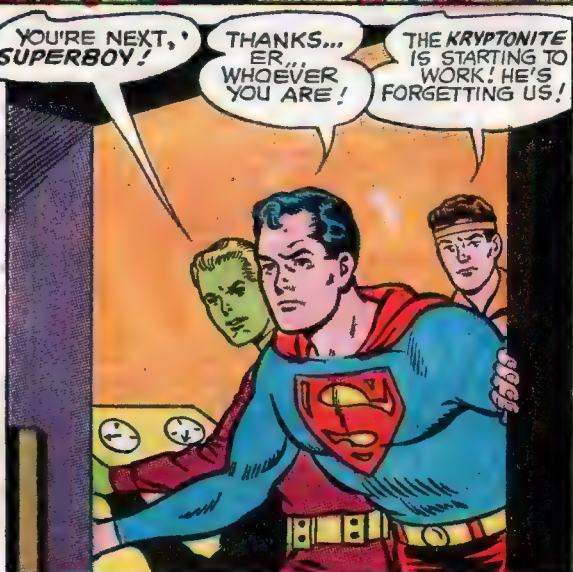
THERE SHE GOES! ;CHOKE!; I MAY NEVER SEE HER AGAIN!



YOU'RE NEXT, **SUPERBOY**!

THANKS... ER... WHOEVER YOU ARE!

THE **KRYPTONITE** IS STARTING TO WORK! HE'S FORGETTING US!



AT STANHOPE COLLEGE, SEPTEMBER, 1986...

NOW, LET ME SEE
... WHAT WAS I GOING
TO DO? OH, YES!
NOW I REMEMBER!

AND IN SMALLVILLE, SOME YEARS EARLIER...

NOW WHAT DID I HAVE ON MY AGENDA FOR TODAY... OF COURSE! I HAVE A SURPRISE TO PULL ON SOMEONE!

SMALLVILLE HIGH SCHOOL

NOW, BACK TO THE LESION CLUBHOUSE!

WELL, **SUPERBOY** AND **SUPERGIRL** ARE SAFELY BACK IN THEIR OWN ERAS ! NOT BE SO DOWN-IN-THE-MOUTH, PALS! OH-OH...THE ALARM! SOMEONE'S AT THE FRONT DOOR OF THE CLUBHOUSE !



WELL, THIS IS A MYSTERIOUS SURPRISE. FOR MORE SURPRISES, TURN TO PART II.

**ANOTHER HALL OF FAME
SELECTION OF STAR-STUDED
SUPER-SPECTACULAR CLASSICS.
NOW ON SALE EVERYWHERE!**

THE LEGION OUTPOST

Dear Editor:

In case you haven't noticed (though I'm sure you have) your next issue will mark four years that the Legion has been featured in **ADVENTURE**. As one of your fans, I would like to wish you many more. I was happy to see the introduction of Princess Projectra, who has a really good power, and Karate Kid. I wasn't sure whether K Kid would make a good hero at first, but after his work in capturing Garlak of Khund, I'm one of his staunchest fans. I just hope this habit of adding more heroes doesn't dilute the feature. The more Legionnaires in each issue, the less you can give us insights into their personalities. Incidentally, when are you going to induct Lone Wolf?

—Leonard Rosenberg.

(What a guy! First you tell us you don't want us to add any more heroes—then you ask us to add Lone Wolf. Make up your mind!—Ed.)

Dear Editor:

Since Saturn Girl comes from the planet Saturn, why does she need a flight-ring? The gravity of Saturn is much greater than Earth's, so she should be able to fly under her own power here.

—Jerry Harrington, Plainfield, Iowa.

(The answer is simple. Actually, Saturn Girl was born on Saturn's largest satellite, Titan, which has a gravity comparable to Earth's.—Ed.)

Dear Editor:

There is only one thing I dislike about the Legionnaires. When they interview new applicants, they always act as though they're too superior to accept good superheroes with excellent powers. Okay—so these applicants are rejected. But if Brainiac 5 had any brains, he'd establish a Universal Anti-Crime Legion which rejectees could join if they wanted to. This would take a load off the regular Legionnaires by giving them some needed help when they're swamped with super-jobs.

—Stephen Michalowich, Wilmington, Del.

(Where've you been, Steve? Do you mean to tell us you never heard of the Legion of Substitute Heroes, which was established way back in **ADVENTURE** No. 306? It's a standby reserve group, made up of Legion rejects. To show you what we mean, we'll feature some of the Subs in the next issue.—Ed.)

Dear Editor:

How about getting Karate Kid to send me some tips on judo and karate? I can sure use them on a couple of pals of mine.

—Harrison Owens, Jr., Jersey City, N.J.

(If this is what you want to do to your pals, what do you have in mind for your *enemies*? Sorry—sending you this info could set the cause of friendship back a million years!—Ed.)

Dear Editor:

Since the original Brainiac is a computer, he obviously does not age. And his body parts shouldn't wear out, because his intelligence warns him to replace them whenever necessary. Therefore, shouldn't he still exist in the 30th century, to present a menace to the Legion?

—Tom Tattershall, Kansas City, Mo.

(Your reasoning's fine, as far as it goes, Tom. But the story in which his "descendant", Brainiac 5, joined the Legion also revealed how Brainiac is destined to perish in our own time—reduced to nothingness by his own shrink-ray. We'll probably reprint this story as a future Hall of Fame classic.—Ed.)

Dear Editor:

ADVENTURE No. 347 made a big hit with me, mainly for three reasons: (1) The Legion story was a full-lengthier. (2) You had a solid two-page lettercol. (3) The tale built up in suspense and suspicion as it went along and then ended with a surprise conclusion as the identity of the traitor was revealed. Please continue this policy, and you'll have a very satisfied reader. The Legion is a great fighting team just as it is, so please don't make any drastic changes in it.

—Alan Trahern, Covington, La.

(How can we face you, Alan, after Superboy and Supergirl have been kicked out of the Legion? We don't even have the nerve to hint at the changes coming up in the **NEXT** issue!—Ed.)

Dear Editor:

I think Phantom Girl is a doll. She's my favorite Legionnaire. But couldn't she *please* have a new hairdo? My friends and I feel the style she is currently wearing does not flatter her very much.

—M. Luisi, Philadelphia, Pa.

(P.G.'s hairdresser is furious. He insists the coiffure he designed for her is the height of fashion in 2966.—Ed.)

Dear Editor:

Why does Mon-El use that name? The other Legionnaires use names that have to do with their powers, like Invisible Kid and Matter-Eater Lad. But Mon-El's powers have no relation to the syllables "mon" or "el." I know Superboy gave Mon-El his name, but I think he should use one that pertains to his powers, like Power Lad or Marvel Monarch.

—Loren H. Hill, Jamestown, N.C.

(But Mon's name has a meaning, too. He was suffering from amnesia when Superboy first met him, so the Boy Blockbuster, who mistook him for a relative from his own world, called him "Mon-El," after Monday, the day he reached Earth, and Superboy's family name on the planet Krypton, where he was called Kal-El. Ever since, the two lads have been like brothers—so why shouldn't Mon use this monicker?—Ed.)

Dear Editor:

After glancing over a few issues of **Brand I** mags, I've come to the conclusion that, like us fans, they go "ape" over DC. At least, they sure "ape" your heroes. Just take a look at the Legionnaires whose powers they've copied—including Saturn Girl, Lightning Lad, Cosmic Boy, Invisible Kid, Colossal Boy, and even Jimmy (Elastic Lad) Olsen.

—B. V. Davenport, Toledo, Ohio.

(We don't *monkey* around when it comes to dreaming up new heroes—so naturally other publishers *ape* us!—Ed.)

PART II **"The DEVIL'S DOZEN!"**

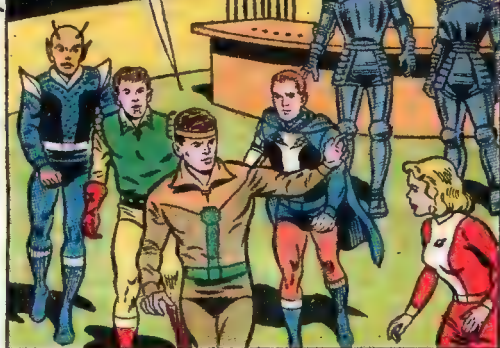
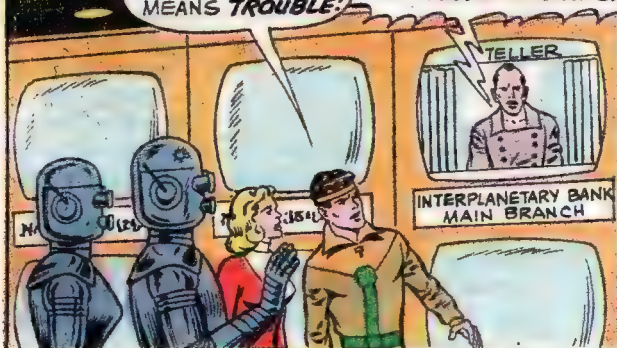
LET'S SKIP THE PRELIMINARIES NOW, AND GET TO THE MAIN EVENT. THE NEW LEGIONNAIRES HAVE BEEN ADMITTED AND SWORN IN -- WHEN...

COLOSSAL BOY... LIGHTNING LAD... CHAMELEON BOY... SATURN GIRL! THIS JOB'S FOR YOU! QUICK! TURN ON THE ACCELERATOR!

MIND IF I TAG ALONG, BOSS MAN?

AN ALERT FROM THE INTERPLANETARY BANK! THAT MEANS **TROUBLE!**

HURRY! THIEVES ARE ENTERING THE BANK! I DON'T KNOW HOW THEY GOT PAST OUR **BEAST GUARDS!**



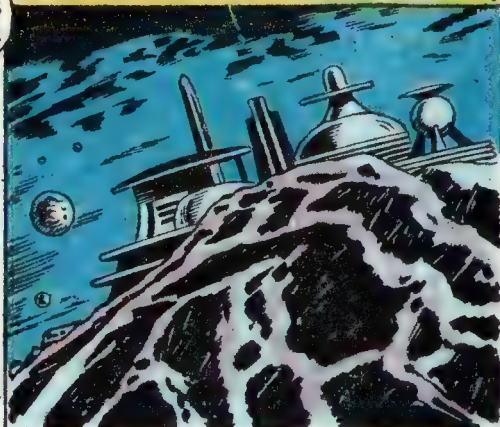
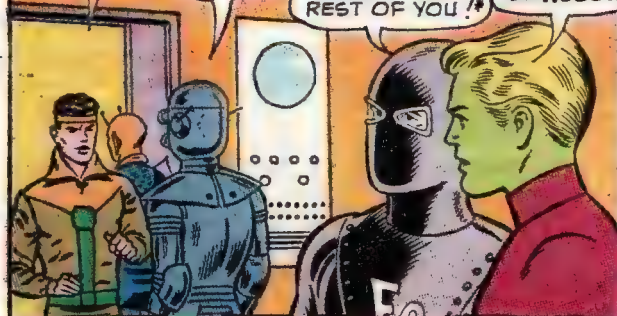
WELL... OKAY, LEAD-HEAD! MAYBE YOU'LL LEARN SOMETHING!

OR I'LL TEACH YOU HIGH-SCHOOL HEROES A THING OR THREE!

I DON'T LIKE HIS ATTITUDE! I WEAR A MASK, TOO-- BUT I DON'T CONCEAL MY IDENTITY FROM THE REST OF YOU!

WHO KNOWS WHAT'S BEHIND THAT ARMOR? OUR NEW MEMBERS MIGHT EVEN BE ROBOTS!

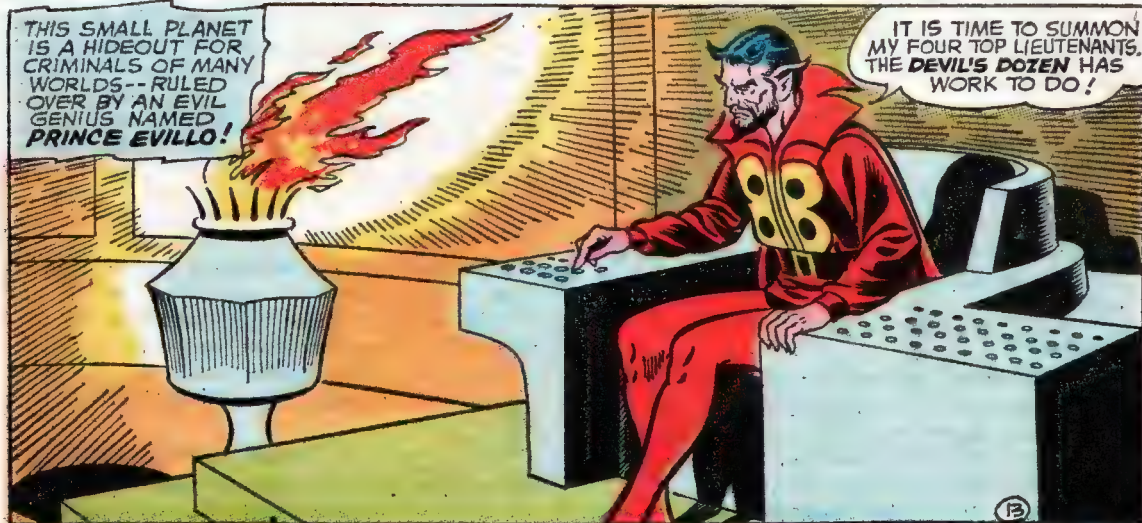
TO SEE WHAT HAPPENED AT THE BANK, LET'S GO BACK A FEW HOURS, AND LOOK IN ON THE DARK, SUNLESS WORLD WHICH BEARS THE NAME OF THE ANCIENT GREEK NETHERWORLD-- **TARTARUS!**



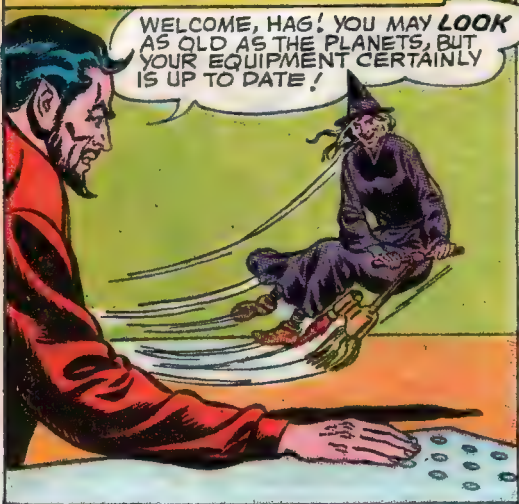
* IN CASE YOU MISSED AN ISSUE, THIS MASKED CHARACTER IS FERRO LAD, WHO JOINED THE LEGION IN ADVENTURE #346--

THIS SMALL PLANET IS A HIDEOUT FOR CRIMINALS OF MANY WORLDS-- RULED OVER BY AN EVIL GENIUS NAMED **PRINCE EVILLO!**

IT IS TIME TO SUMMON MY FOUR TOP LIEUTENANTS. THE **DEVIL'S DOZEN** HAS WORK TO DO!

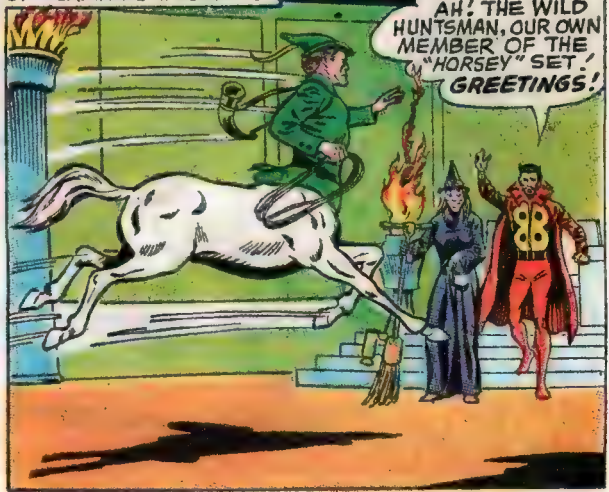


THE FIRST TO ARRIVE IS A WITCH-LIKE FIGURE, ON AN ULTRA-MODERN "BROOMSTICK"!



WELCOME, HAG! YOU MAY LOOK AS OLD AS THE PLANETS, BUT YOUR EQUIPMENT CERTAINLY IS UP TO DATE!

NEXT, GALLOPING ON AIR, COMES A CREATURE WHO COMBINES THE ATTRIBUTES OF THE GREEK CENTAUR AND A STORM-BEING OF GERMANIC LEGEND!



AH! THE WILD HUNTSMAN, OUR OWN MEMBER OF THE "HORSEY" SET! GREETINGS!

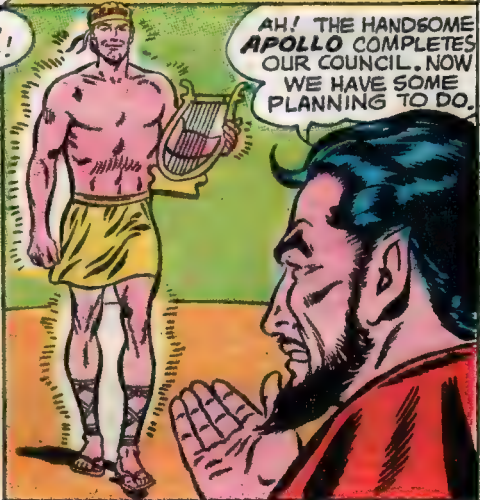
THE THIRD ARRIVAL LOOKS LIKE A HERO OF WELSH TALES!



COME IN, SUGYN, YOU WALKING WATER KEG; THIRSTY AS USUAL?

YOU **KNOW** I NEVER GET ENOUGH TO DRINK, LITTLE MAN!

AND, FINALLY, IN STALKS THE LIVING PERSONIFICATION OF A GREEK GOD!



AH! THE HANDSOME **APOLLO** COMPLETES OUR COUNCIL. NOW WE HAVE SOME PLANNING TO DO.



OUR FIRST JOB...

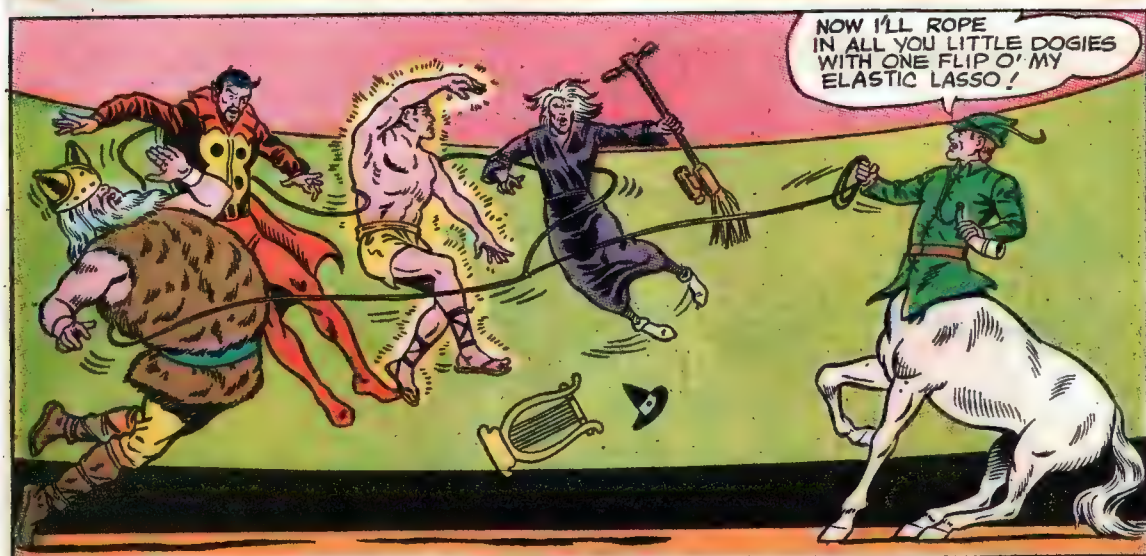
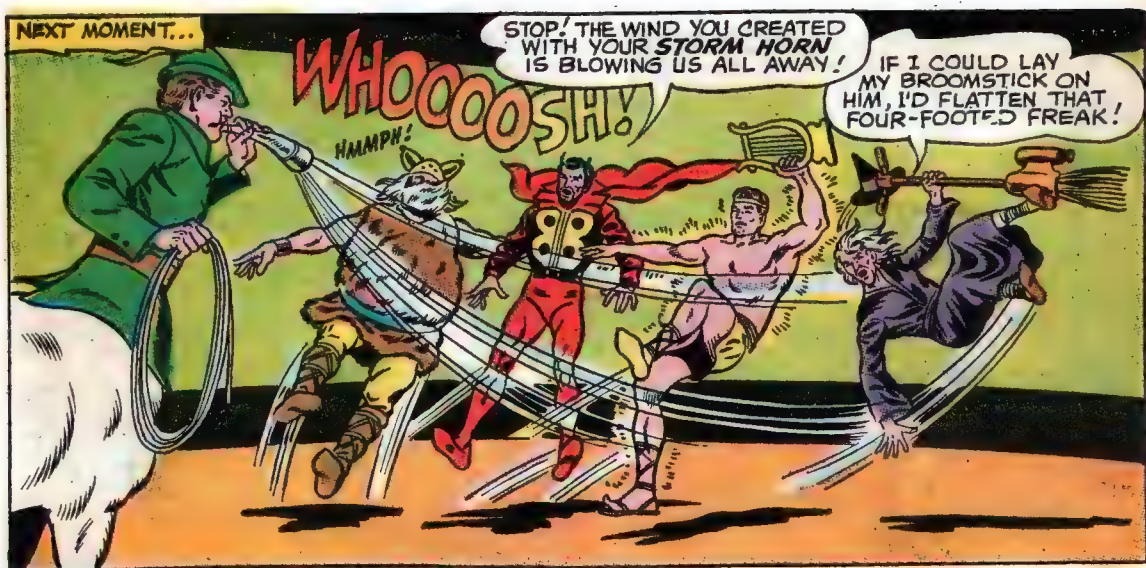
HMMPH! WHY DO WE NEED THAT FUGITIVE FROM A STABLE? THIS IS NO HORSE OPERA!

TUT, TUT, HAGGY, OLD CRONE! A HORSE HAS **FOUR** LIMBS! THE ONLY CREATURE I KNOW OF THAT HAS **SIX** IS ...AN **INSECT**!

YOU'VE SHOT OFF YOUR BIG MOUTH JUST ONCE TOO OFTEN, **PRETTY BOY**!



NEXT MOMENT...



WHY MUST YOU ALL DISRUPT OUR MEETINGS BY ACTING LIKE A PACK OF MONGRELS FIGHTING OVER A BONE?

BECAUSE IT'S THE ONLY ACTION WE'VE BEEN GETTING LATELY! I WANT TO QUIT **PLANNING** AND START **ROBBING**!

REJOICE, FRIENDS! OUR WAITING IS OVER! WE STRIKE AT ONCE--IN FOUR PLACES! **APOLLO**. YOU WILL ROB THE CENTRAL BRANCH OF THE **INTERPLANETARY BANK**! BUT BEWARE OF THE MONSTER WATCHDOGS THAT GUARD IT!

WITH **MY** LOOKS AND TALENT, HOW CAN I MISS?



APOLLO LEADS A GROUP OF CRIMINALS TO A SPACE-SHIP AND BLASTS OFF FOR THE BANK, WHERE...

ARE YOU SURE YOU CAN HANDLE THOSE BEASTS, APOLLO? THEY'RE TAUGHT TO RECOGNIZE FRIENDS BY CERTAIN SIGNS...WHICH WE DON'T KNOW!



LEAVE THEM TO ME! I HAVE THE ONE SURE WAY TO GET PAST THEM WITHOUT FLASHING A HIGH-SIGN TO THE "SENTRIES"!

LOOK OUT! I DON'T LIKE OUR WELCOMING COMMITTEE!

RELAX... JUST AS THEY'RE GOING TO DO. WATCH ME DO MY STUFF!



AS THEY SAY, "MUSIC HATH CHARMS TO SOOTHE THE SAVAGE BEAST"! ON MY PLANET, WE USE THIS INSTRUMENT TO COOL FIERY TEMPERERS!

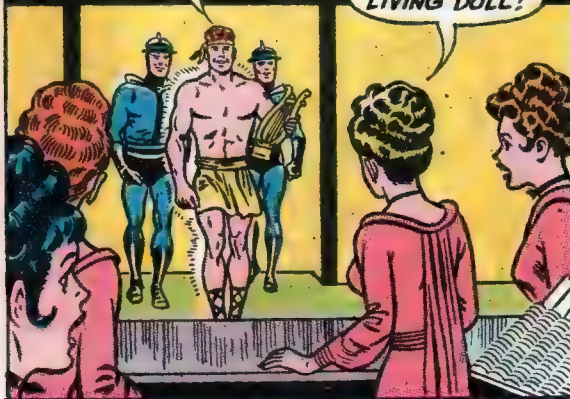
GREAT RAY GUNS! YOU TURNED THE "KING-SIZE" WATCH DOGS INTO PUSSYCATS!



MOMENTS LATER, INSIDE THE BANK, WHILE THE HEAD TELLER IS CONTACTING THE LEGION...

HELLO THERE, LADIES! WOULD YOU MIND GIVING US ALL THE MONEY IN THE BANK?

GOLLY! LOOK AT HIM! HE'S A LIVING DOLL!



THE GIRL TELLERS ARE COMPLETELY CAPTIVATED BY APOLLO'S IRRESISTIBLE CHARM!

HERE, HANDSOME! AN ARMLoad OF GLASS COINS FROM ALKOZ!

AND I HAVE A PINCUSHION FULL OF NEEDLE MONEY FROM SIRIUS! IT'S ALL YOURS, PRINCE CHARMING.

HA, HA! EVERY MAN FROM MY WORLD HAS THIS POWER OVER CHICKS!

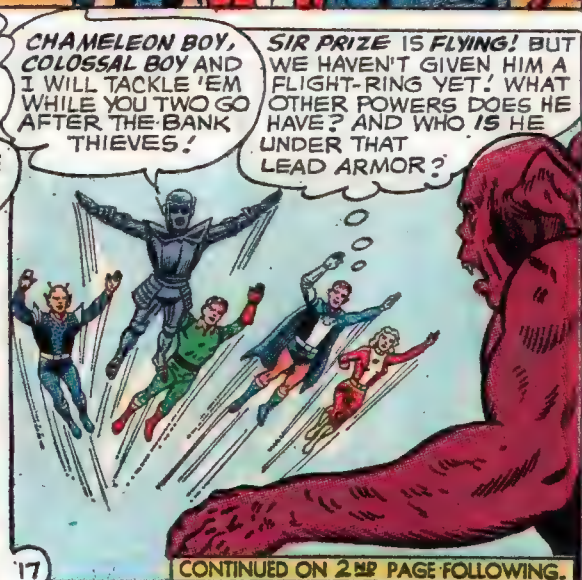
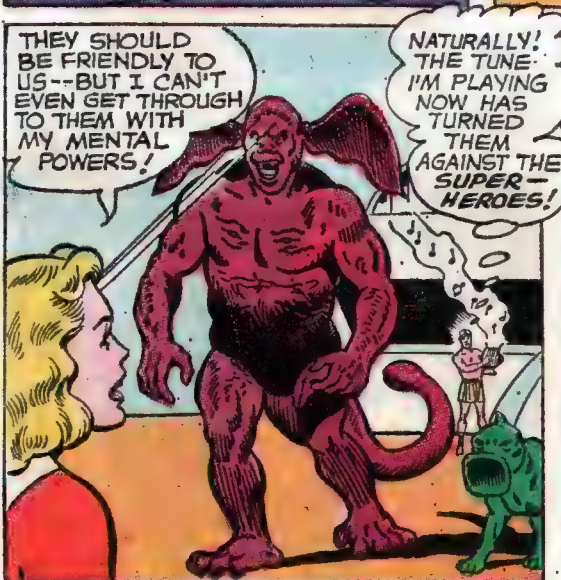
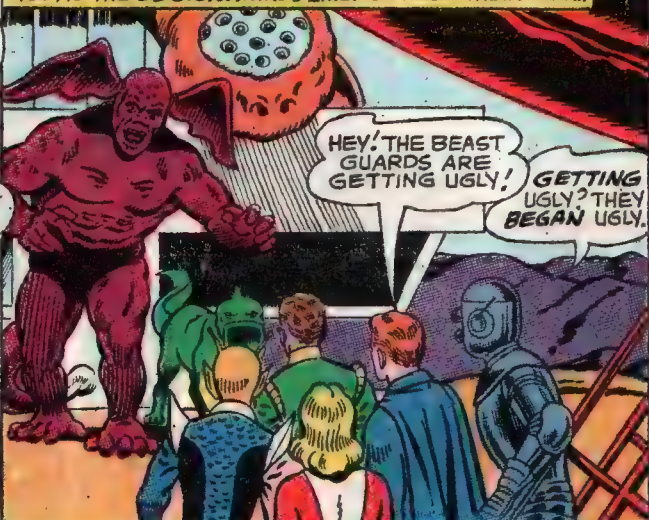




AT THAT MOMENT, IN A SPACECRAFT APPROACHING THE BANK ASTEROID...

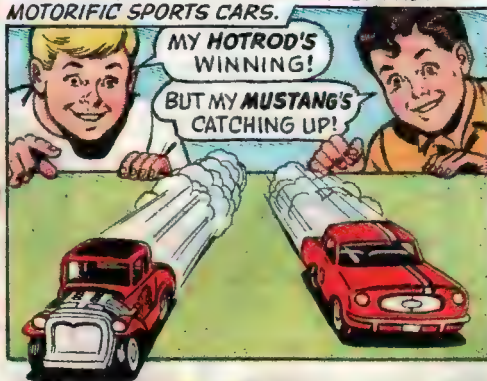


BUT AS THE LEGIONNAIRES EMERGE FROM THEIR SHIP...



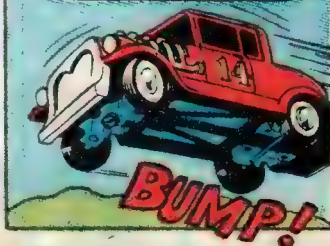
**ON
the GO
with
MOTORIFIC!**

FRED AND LARRY ARE RACING THEIR NEW MOTORIFIC SPORTS CARS.

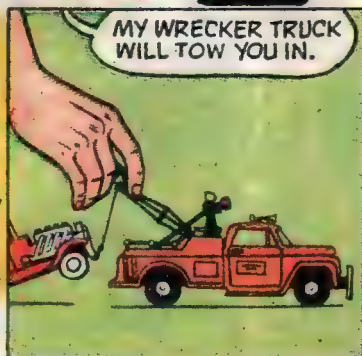


SUDDENLY, AS THE TWO BATTERY-POWERED CARS BATTLE FOR THE LEAD---

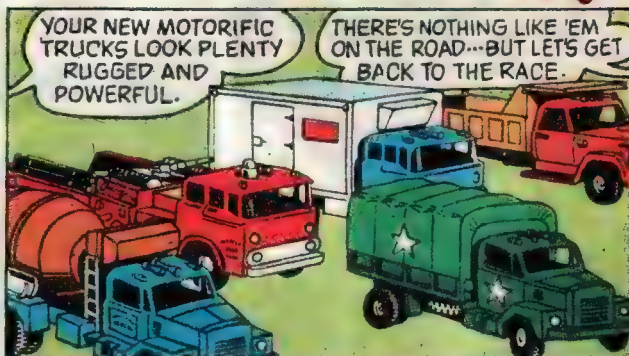
LOOK OUT, THERE'S A BUMP IN THE ROAD!!!



FORTUNATELY, LARRY'S MOTORIFIC TRUCK FLEET IS READY FOR ALL EMERGENCIES.



YOUR NEW MOTORIFIC TRUCKS LOOK PLENTY RUGGED AND POWERFUL.



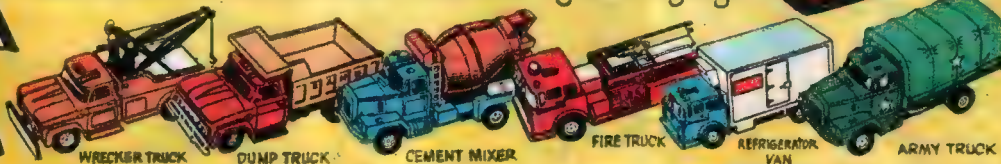
OKAY...I'LL JUST SNAP ON ANOTHER MOTORIFIC CAR BODY AND I'M READY TO GO.



Are you ready to go? Get the new Motorific trucks and cars and you'll be set for big racing action and loads of excitement!

Get behind the wheel
---GET
MOTORIFIC.
SNAP ON A BODY,
FLIP THE SWITCH
AND GO!

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IDEAL



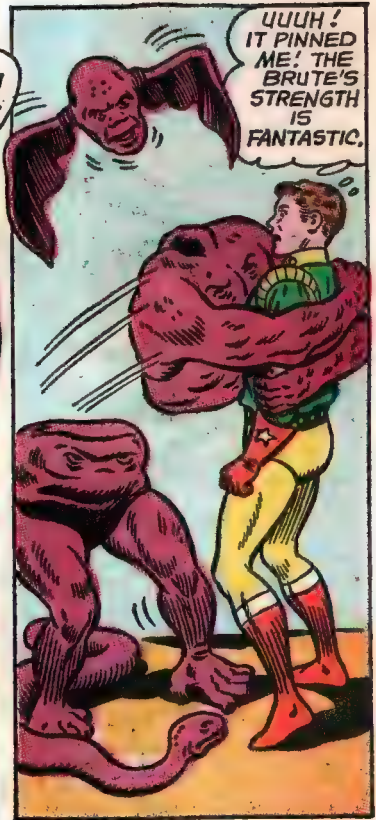
USING HIS EXPANSION POWER, COLOSSAL BOY SHOOT UP TO GARGANTUAN SIZE TO BATTLE ONE OF THE BEASTS.



FROM WHAT I'VE HEARD ABOUT THIS JIGSAW CREATURE, I'D BETTER TRY FOR A QUICK K.O.!



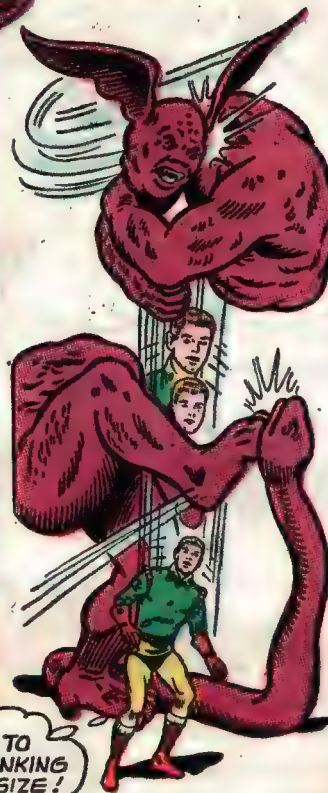
OH-OH/MISSED!
THIS WEIRDIE IS REALLY FOUR ANIMALS WHICH ATTACH THEMSELVES TO EACH OTHER, SO THEY SEEM TO BE ONE! IT'S LIKE A LIVING JIGSAW PUZZLE!



UUUH! IT PINNED ME! THE BRUTE'S STRENGTH IS FANTASTIC.



OW! THE LEGS ARE KICKING ME! THE HEAD IS DIVE-BOMBING ME, TOO! AND HERE COMES THE TAIL-CREATURE. WHAT A WRESTLING TAG-TEAM THIS GROUP WOULD MAKE!

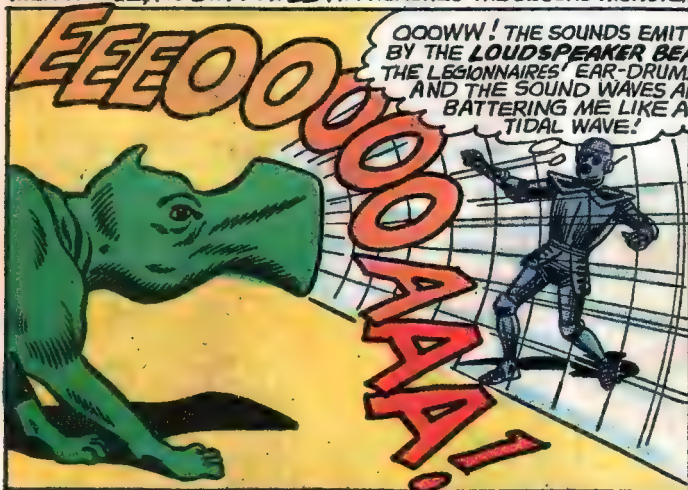


ONLY ONE WAY TO DODGE IT--BY SHRINKING DOWN TO NORMAL SIZE! NOW THEY'RE ONLY HITTING EACH OTHER!

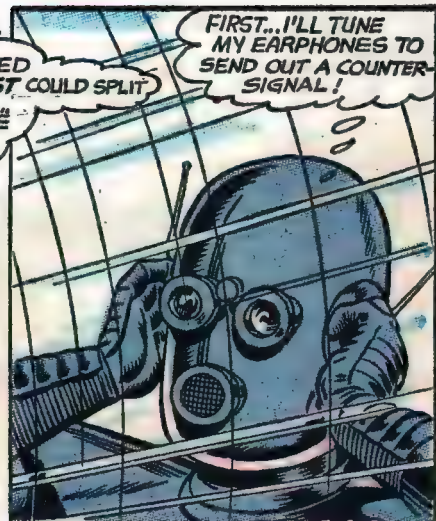


HA, HA! I FIGURED THE WAY TO BEAT THE MULTIPLE JIGSAW CREATURE WAS TO GET IT TO FIGHT AMONG ITSELF!

MEANWHILE, AS SIR PRIZE APPROACHES THE SECOND MONSTER...



OOOOWW! THE SOUNDS EMITTED BY THE LOUDSPEAKER BEAST COULD SPLIT THE LEGIONNAIRES' EAR-DRUMS, AND THE SOUND WAVES ARE BATTERING ME LIKE A TIDAL WAVE!

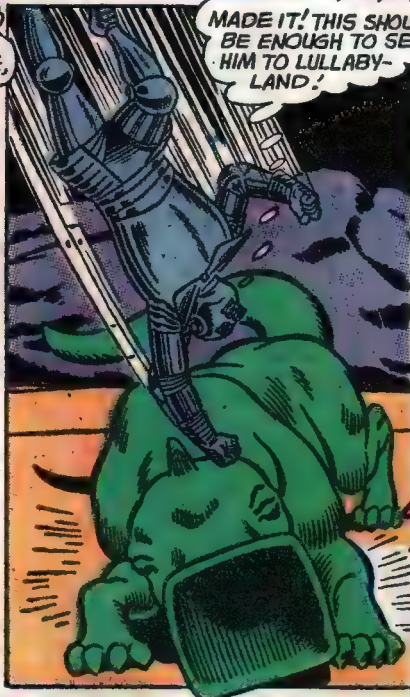


FIRST...I'LL TUNE MY EARPHONES TO SEND OUT A COUNTER-SIGNAL!

AT LEAST THAT'LL SAVE A FEW EARS! IF I CAN JUST GET CLOSE ENOUGH TO THAT WALKING SOUND-EFFECTS MACHINE, BEFORE IT HITS THE RIGHT NOTE TO SHATTER THIS ARMOR!



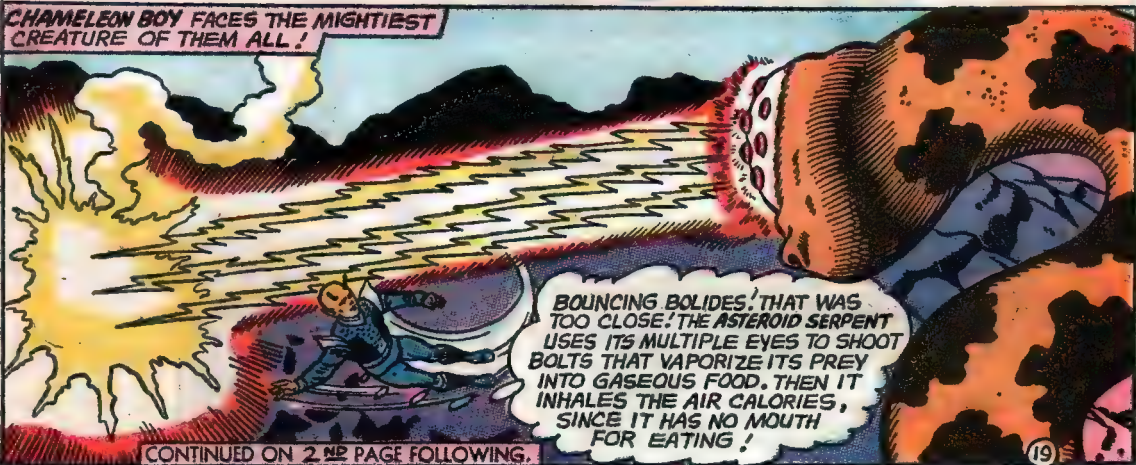
MADE IT! THIS SHOULD BE ENOUGH TO SEND HIM TO LULLABY-LAND!



FIRST HE FLIES... NOW HE FLOORS A MONSTER WITH ONE PUNCH! SIR PRIZE SEEMS TO BE AS POWERFUL AS SUPERBOY!



CHAMELEON BOY FACES THE MIGHTIEST CREATURE OF THEM ALL!



BOUNCING BOLIDES! THAT WAS TOO CLOSE! THE ASTEROID SERPENT USES ITS MULTIPLE EYES TO SHOOT BOLTS THAT VAPORIZE ITS PREY INTO GASEOUS FOOD. THEN IT INHALES THE AIR CALORIES, SINCE IT HAS NO MOUTH FOR EATING!

CONTINUED ON 2ND PAGE FOLLOWING.

BITS OF LEGIONNAIRE BUSINESS

Well, the suggestions for new Legionnaires continue to pour in from you fans. So here we are, back with a new batch of these "Bits of Legionnaire Business." This page represents only a fraction of the thousands of ideas that have deluged us. Of these, we've selected the ones we liked best—some intriguing "straight" heroes, others wild and kooky. We'll just pass along the top choices to our

writers for possible use in future stories. One word of caution—try to get really original ideas. Many otherwise good heroes were rejected because they were similar to some we'd used before. Send your brainstormers to: BITS OF LEGIONNAIRE BUSINESS, National Periodical Publications, 575 Lexington Ave., New York, N.Y. 10022, preferably on a postal card. And now for this issue's collection:

Niles Brown, Jefferson, Tex.—"Sound Boy uses sound waves to create a prison around enemies." ... Andy Barnett, Phoenix, Ariz.—"Astro Lad has disintegration vision. He can disintegrate anything and then restore it to its original form." ... Richard Kahn, Fair Lawn, N.J.—"Ripper Robert can rip himself in half to avoid bullets, then reunite." ... Rand Lee, Roxbury, Conn.—"Vicious Circle can materialize hoops of sizzling energy that weaken a person by sapping his strength."

Robert L. Chambers, Caro, Mich.—"Monster Boy can assume any weird form he chooses." ... David Low, Florissant, Mo.—"The Traveler has the power to transport himself and others anywhere he wills, including other time-eras and dimensions." ... Rudolph Valentino, Cedar Brook, N.J.—"Inertia Kid can increase the resistance that a body has to moving, and thus render it motionless." ... Kim Boyce, Chicago, Ill.—"Pajama Pat can put anyone to sleep for any length of time."

Billy Brennan, Collingdale, Pa.—"Fingertip Fred can make his fingers as long as he wants. Also, they can drill through stone or metal." ... Mark De Wolfe, San Antonio, Tex.—"Cat Kid has the strength of a tiger, the courage of a lion, the speed of a cheetah, the ability to see in the dark—and when he falls, he always lands on his feet." ... Paul Miller, Oakdale, Conn.—"Dynamite Dan can make anything explode." ... Dan Solla, Freeport, Pa.—"Liquid Lad has the power to turn any solid, unliving thing into any form of liquid."

Michael Willert, Woodlyn, Pa.—"Ape Boy can turn into any kind of primate, from the smallest monkey to a King Kong-size gorilla." ... E. Clements, San Diego, Calif.—"Remarkable Russ has the power of turning anything invisible to everyone's eyes but his." ... William Francis Powell, Laurel, Miss.—"Steam Kid can change himself or anything else into steam." ... Glen Quasny, West Covina, Calif.—"The Human Sponge can soak up whole oceans into his body, or emit water from the pores of his skin."

R. McNeill, Kingston, Jamaica—"Attracto-Lad has the power to attract or repel any form of energy or matter. He has one weakness, though—he can't attract girls." ... Paul Vranish, Crosby, Minn.—"Water Lad can change into any form of water: rain, snow, fog, sleet, steam or smog." ... Byron Holt—"Cyclotron Kid can spit atoms, changing matter to energy." ... Patricia Stevens, Paris, France—"Tree Girl can change into a human tree." (Thanks to Pat for the chic costume sketches she included—but what else would you expect from Paris, the World Fashion Capital?—Ed.)

Keith Okita, Aiea, Hawaii—"Mechanical Maid can turn into any mechanical apparatus by altering the atomic structure of her body." ... Leon Smith, Greensboro, N.C.—"Diamond Duke is invulnerable, able to cut steel with his fingernails, has diamond strength, and can change carbon to diamond." ... Bruce Carter, Montgomery, Ala.—"Time Lad can stop time for everyone but himself—once every 48 hours." ... Mike Hill, Orillia, Ont., Canada—"Kayo Kid can render anyone or any creature unconscious for any desired length of time with no harmful after-effects."

Alan Mandelbaum and Russell Weis, Oceanside, N.Y.—"Thin Girl can make herself as thin as a piece of thread." ... Rick Rampone, Elkhart, Ind.—"Lie-Detector Lad has the power of making anybody within 25 feet of him tell the truth." ... Stephen Phillips, New York, N.Y.—"Dee-zeez can give foes any illness, but is herself immune to all diseases." ... Brian T. Strom, Northfield, Minn.—"Whirl Wizard's power is to shoot out whirling rays from his eyes. They cause enemies to whirl uncontrollably till they get dizzy."

Hugh Simons, Chicago, Ill.—"Miss Break-Mass can break inanimate objects into atoms. She can also break her body into parts, each one of which has an individual power." ... Paul Remley, Ann Arbor, Mich.—"Gas Lad can breath in any gas and breath it out in another form. For instance, he could inhale helium and exhale oxygen." ... Jay Sabatucci, Arlington, Tex.—"Reflexo Lad; when he's hit, his arms automatically shoot out and sock his opponent by reflex action." ... John Kimsey, Indianapolis, Ind.—"Suspense Spence can suspend anything in space or time."

MEET THE LEGIONNAIRES ... The Origin of Chameleon Boy

On the distant planet Durla, the dominant race evolved a remarkable means of survival. They developed the power to change themselves into any forms they desired.

Although humanoid in general appearance, the Durlans have special characteristics of their own. Their skin is golden, their heads are bald, their ears are large and pointed, and they have antennae on their foreheads. These antennae are used to examine and analyze any object or person the Durlan encounters, in order that he or she may assume that shape if it becomes necessary. This analysis is done through invisible emanations from the antennae, which return as distinctive sound waves and are picked up by the Durlan's large ears.

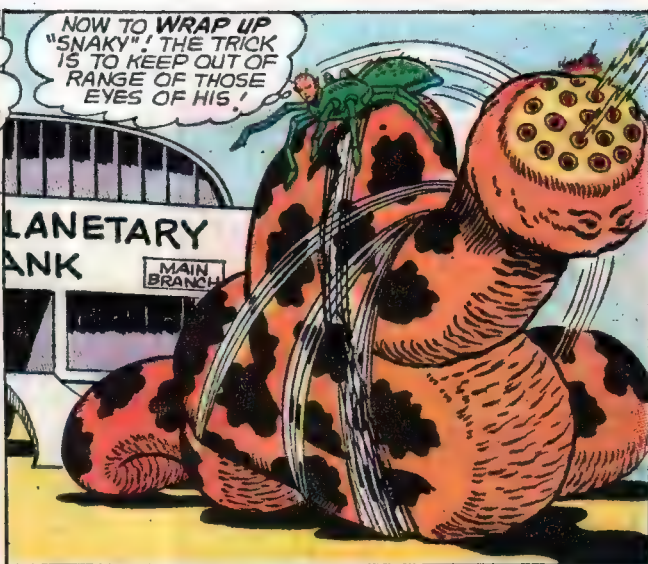
The Durlans seldom mingle with humans of other planets, because ordinary people are often suspicious of these aliens with their shape-changing abilities. One boy, Reed Daggles, determined to enter human society on Earth

and gain the respect of the men and women here, not only for himself, but for his whole race. Therefore, with his parents' permission, he came to this planet and applied for membership in the Legion of Super-Heroes. When asked what name he would use as a super-lawman, Reep was stumped; he had never thought of such a thing. But Colossal Boy, who was also applying for membership at that time, noted that Reep's disguise ability resembled that of an Earth lizard, the chameleon, which changes its color to blend into various backgrounds. And so it was that Reep Daggles took the name of Chameleon Boy and was inducted into the Legion.

His ability to assume instantly any shape has led to Chameleon Boy's being chosen as the leader of the Legion's Espionage Squad. He has frequently spied upon criminals while disguised as a member of their gang—or even as a piece of furniture! —

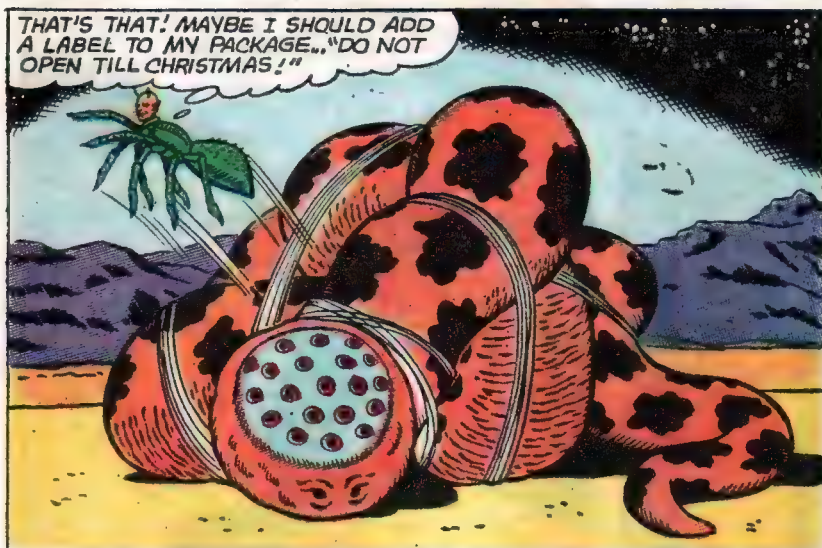


THIS CALLS FOR A QUICK SWITCHEROO! I'LL TACKLE THAT OVERSIZED WORM BY BECOMING A SPIDER AND TRAPPING HIM IN A WEB!



PLANETARY BANK
MAIN BRANCH

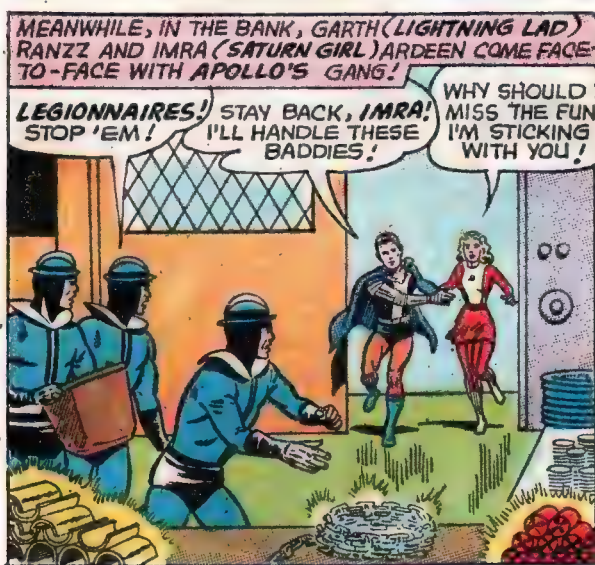
NOW TO WRAP UP "SNAKY"! THE TRICK IS TO KEEP OUT OF RANGE OF THOSE EYES OF HIS!



THAT'S THAT! MAYBE I SHOULD ADD A LABEL TO MY PACKAGE... "DO NOT OPEN TILL CHRISTMAS!"



IN CASE A CERTAIN WEB-HEADED CHARACTER THINKS I'M STEALING HIS THUNDER, I'D LIKE TO REMIND HIM THAT I WAS CHANGING TO ALL SORTS OF WEIRD SHAPES LONG BEFORE HE WALKED UP HIS FIRST WALL!



MEANWHILE, IN THE BANK, GARTH (LIGHTNING LAD) RANZZ AND IMRA (SATURN GIRL) ARDEEN COME FACE-TO-FACE WITH APOLLO'S GANG!

LEGIONNAIRES! STAY BACK, IMRA! STOP 'EM! I'LL HANDLE THESE BADDIES!

WHY SHOULD I MISS THE FUN? I'M STICKING WITH YOU!



THIS SILVER CHAIN MONEY FROM JORNA WILL PUT YOU IN A REAL BIND!

THINK SO?

DON'T FORGET, SILVER IS AN EXCELLENT CONDUCTOR OF ELECTRICITY...AND I'M NOT CALLED **LIGHTNING LAD** BECAUSE I HAVE A **FLASHY** PERSONALITY!

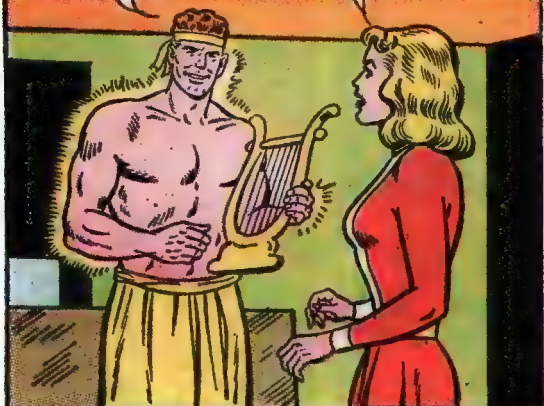


THIS RING MONEY COMES FROM MY HOME WORLD, **SATURN**. THE INNER EDGE IS MADE OF OUR RAREST MINERAL, **ARCTITE**, WHICH GENERATES SUPER-**COLD**! MY LITTLE RING-TOSS GAME WON'T HURT YOU, BUT IT SHOULD KEEP YOU ON **ICE**!



I **KNOW** YOU WOULDN'T DO ANYTHING TO THWART **APOLLO**!

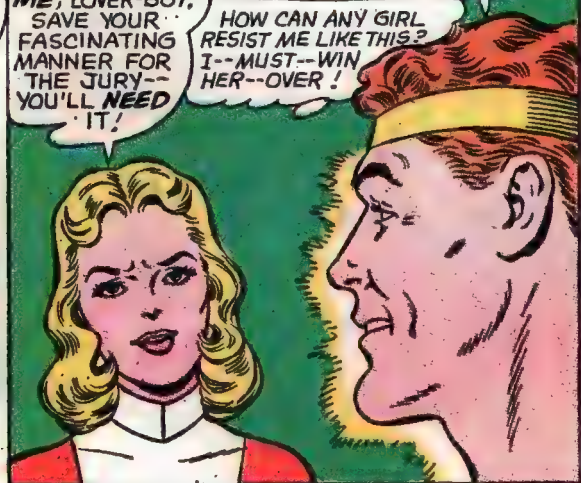
APOLLO, EH? MY TELEPATHIC POWERS TELL ME YOU'RE **TAL OBRIN**, A WANTED SPACE HI-JACKER--AND THAT YOU'RE IRRESISTIBLE TO GIRLS!



WELL, YOU CAN'T CHARM **ME**, LOVER-BOY! SAVE YOUR FASCINATING MANNER FOR THE JURY--YOU'LL **NEED** IT!

DON'T TRY TO HIDE YOUR FEELINGS, YOU'RE MAD ABOUT ME!

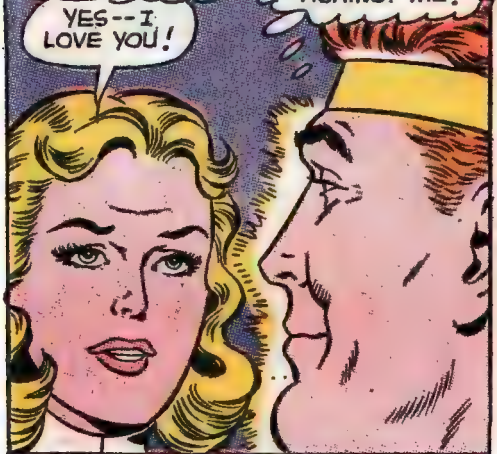
HOW CAN ANY GIRL RESIST ME LIKE THIS? I--MUST--WIN HER--OVER!



I DARE NOT...WEAKEN! BUT...HE'S TOO... **POWERFUL**! CAN'T HELP... MYSELF!

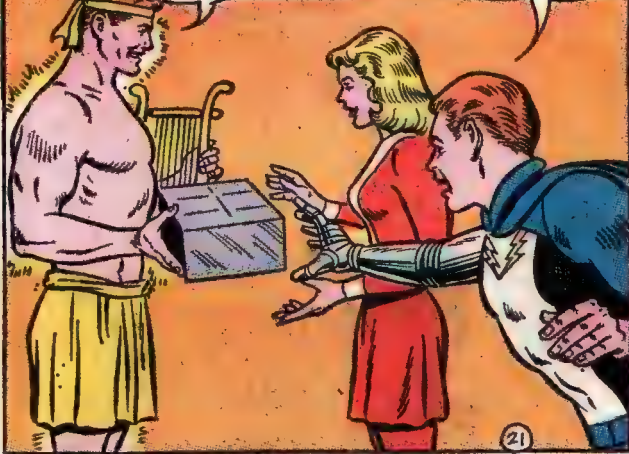
TRIUMPH! EVEN **SATURN GIRL'S** SUPER-MENTALITY COULDN'T HOLD UP AGAINST ME!

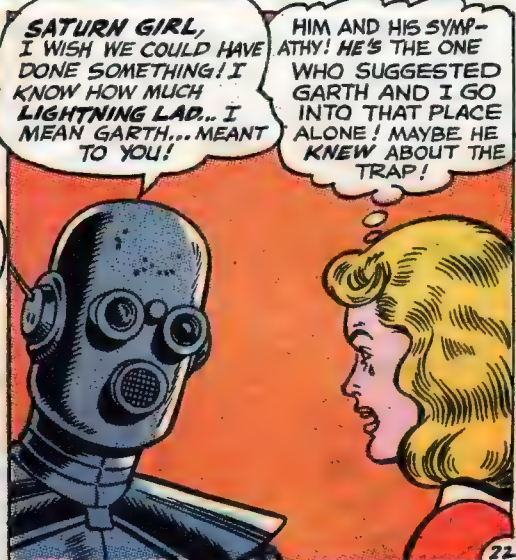
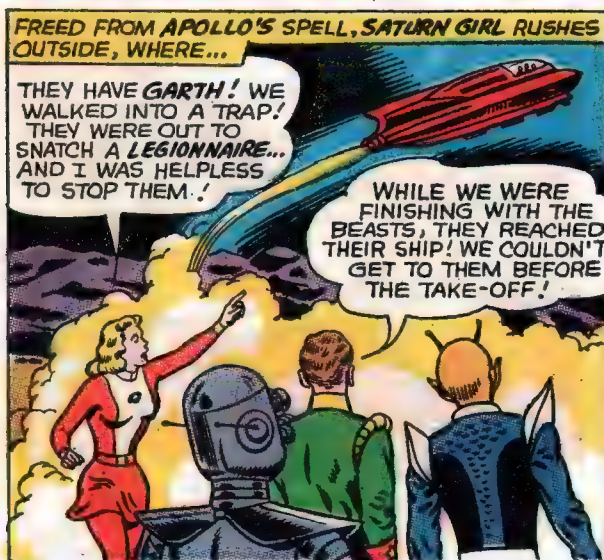
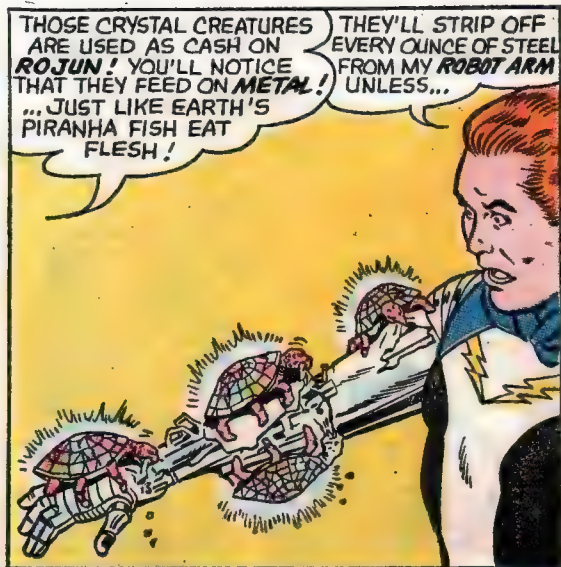
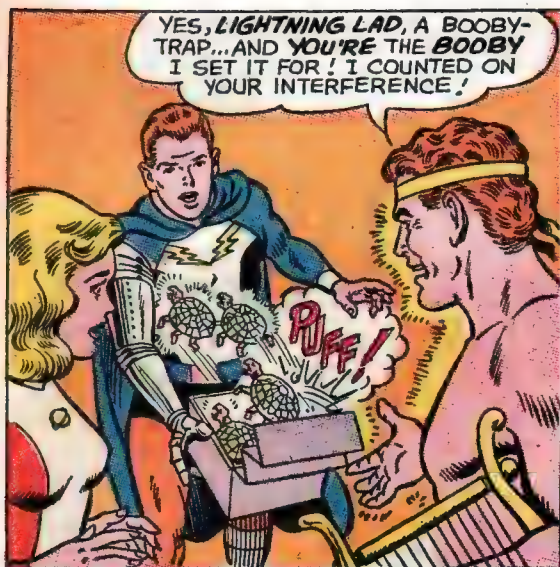
YES-- I LOVE YOU!



AS A SIGN OF MY AFFECTION, I WILL GIVE BACK WHAT I STOLE! TAKE THIS FIRST, VISION OF **LOVELINESS**!

DON'T TOUCH IT, IMRA! IT'S PROBABLY A **BOOBY-TRAP**!





LATER, BACK AT LEGION HEADQUARTERS...

THEY HAD TOO GREAT A LEAD! OUR SHIP COULDN'T EVEN KEEP THEM IN SIGHT!

WE'LL ORGANIZE A RESCUE PARTY AS SOON AS... OH-OH! ANOTHER EMERGENCY CALL... THIS TIME FROM THE RICHEST MAN IN THE UNIVERSE.

CALLING LEGION! MAYDAY! MAYDAY!

INVISIBLE KID GETS THE DETAILS FROM THE TYCOON. THEN...

COSMIC BOY, FERRO LAD AND MATTER-EATER LAD! YOU TAKE THIS ONE!

HOW DOES THAT MONEY-BAGS RATE A "DIRECT LINE" TO US?

HE'S THE "SANTA CLAUS" WHOSE ENDOWMENT HELPS SUPPORT THE LEGION!

I'M CUTTING MYSELF IN ON THIS DEAL!

WELL...ALL RIGHT...BUT ONLY BECAUSE SUPERGIRL OKAYED YOU!

I DON'T TRUST EITHER OF THESE NEWCOMERS, ULTRA BOY! SIR PRIZE COULD HAVE BEEN IN ON THAT BANK TRAP!

SAY, MON-EL...ACCORDING TO CHAMELEON BOY, OUR MYSTERIOUS BOY ROOKIE SHOWED OFF SUPER-STRENGTH AND FLYING ABILITY! HE'S AS POWERFUL AS SUPERBOY...AND AS FOR MISS TERIOUS...

HOLD ON! IF YOU MEAN THESE TWO COULD BE SUPERBOY AND SUPERGIRL, FORGET IT! WHY, THEY DON'T EVEN REMEMBER US NOW!

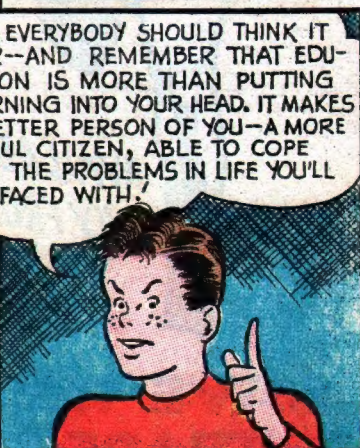
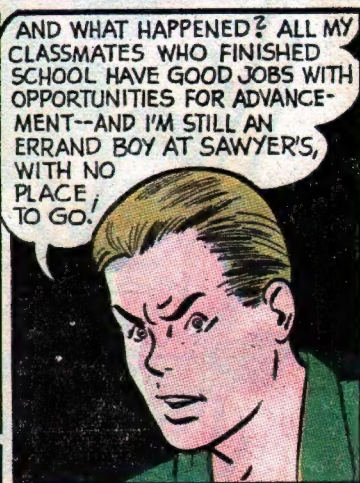
MAYBE THE OPERATIONS SOMEHOW TURNED OUR PALS EVIL. I KNOW...I'LL FIND OUT WHO SIR PRIZE IS WITH MY PENTRA-VISION...IT CAN SEE THROUGH THAT LEAD MASK!

NO, ULTRA BOY! WE PROMISED...

YOU PROMISED, INVISIBLE KID! BUT I DIDN'T! OUT OF THE WAY, WHILE I UNMASK THIS LEAD-PLATED HERO AND FIND OUT WHO HE REALLY IS!

QUESTION-AND-ANSWER TIME! WILL ULTRA BOY DISCOVER THE IDENTITIES OF THE NEW MEMBERS? WHO ARE THEY? AND WHY DID THE DEVIL'S DOZEN PUT THE SNATCH ON LIGHTNING LAD? THE ANSWERS? WE'RE SAVING THEM FOR THE NEXT ISSUE! (THE END)

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ADVENTURES IN THE

G.I. JOE
CLUB

WITH
ANDY & GEORGE

"NEW MAN
JOINS PLATOON!"

THERE HE IS, GEORGE!
I JUST GOT HIM TODAY...

GOSH! HE'S A
GREEN BERET!
I DIDN'T KNOW
G.I. JOE HAD
GREEN
BERETS!



THEY SURE DO! DOESN'T HE
LOOK REAL... WITH HIS
BERET, JACKET,
BOOTS AND
EVEN A
SCARF!

LET'S PUT
HIM INTO
OUR PLATOON!



ATTEN-SHUN! DRESS RIGHT-DRESS!
MEN...LET'S WELCOME TO OUR
RANKS A GREAT FIGHTING
MAN...THE ARMY'S ONE AND
ONLY SPECIAL FORCES
GREEN
BERET!

BOY...HE REALLY
STANDS OUT IN
THIS LINE-UP OF ALL
OUR OTHER G.I. JOES,
INFANTRYMEN, MEDICS,
MACHINE GUNNERS,
PARATROOPERS...



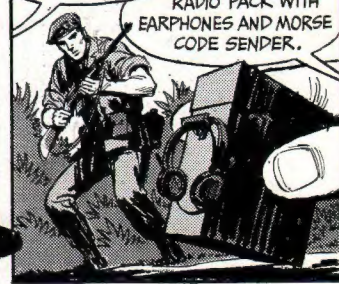
DID YOU KNOW THAT THE
GREEN BERET IS AN
EXPERT AT PARACHUTE
JUMPING...HE'S ALSO
HIGHLY TRAINED
IN JUDO, KARATE
AND JUNGLE
WARFARE!



I'VE GOT AN IDEA...LET'S SET UP A JUNGLE
OUTPOST AND PLACE OUR GREEN BERET
IN THE CLEARING. HE CAN HOLD THE
POSITION UNTIL THE
REST OF THE PLATOON
GETS THERE!

GERONIMO!!!

I'LL SET UP HIS
RADIO PACK WITH
EARPHONES AND MORSE
CODE SENDER.



HEY...WILL YOU LOOK
AT THAT BAZOOKA!
IT REALLY SHOOTS
THOSE TWO
PLASTIC
ROCKETS!

ANDY...THIS NEW
G.I. JOE GREEN
BERET IS THE
GREATEST! NO ONE
ELSE HAS A SPECIAL
FORCES TOY SOLDIER LIKE
HIM. WE SURE ARE LUCKY
TO HAVE HIM IN OUR
PLATOON!



AREN'T THESE NEW G.I. JOE GREEN BERETS
REALLY SOMETHING FELLOWS? JUST THINK OF THE
SUPER SETUPS YOU COULD BUILD...OF THE BIG
BATTLES YOU COULD STAGE. GO TO YOUR TOY STORE
AND START BUILDING YOUR VERY OWN G.I. JOE
PLATOON JUST LIKE WE DID. THERE ARE NEW G.I. JOE
LANDING SIGNAL OFFICERS...AND MARINE MINE DE-
TECTORS, TOO. BEST OF ALL, THE G.I. JOE GREEN BERET
IS THERE WAITING TO BECOME PART OF YOUR PLATOON.
AND DON'T FORGET TO MAIL IN THIS COUPON WITH 50¢
IN COIN AND JOIN THE G.I. JOE CLUB...WE HAVE
OVER 300,000 MEMBERS NOW! YOU'LL GET YOUR
OWN G.I. JOE DOG-TAG, IDENTIFICATION CARD
FOR YOUR WALLET, MEMBERSHIP CERTIFICATE,
IRON-ON TRANSFER FOR YOUR T-SHIRT AND
COMPLETE CATALOGUE OF G.I. JOE GEAR
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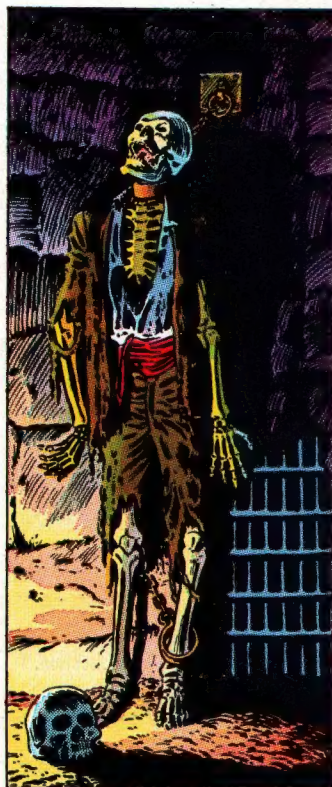
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